1   IN THE UNITED STATES DISTRICT COURT
          NORTHERN DISTRICT OF GEORGIA
2   ATLANTA DIVISION

3

4   SUZANNE GREENE,   )
)
5   Plaintiff,   )   CIVIL ACTION NO.
)
6   vs.   )   1:19-cv-01338-AT
)
7   TYLER TECHNOLOGIES, INC.,)
)
8   Defendant.

9

10

11   30(B)(6) DEPOSITION OF TYLER TECHNOLOGIES

12   BY WITNESS: HILLARY PASCH

13   October 9, 2019

14   10:00 a.m.

15   Dentons US, LLP

16   303 Peachtree Street, NE

17   Suite 5300

18   Atlanta, Georgia 30308

19

20   Reported By: Judith L. Leitz Moran, RPR, RSA,

21   Certified Court Reporter CCR-B-2312

22   Job No. 538

23

24

25

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 1    APPEARANCES:

 2

 3    On behalf of the Plaintiff:

 4         MATTHEW W. HERRINGTON, ESQUIRE

 5         DELONG, CALDWELL, BRIDGERS,

 6         FITZPATRICK & BENJAMIN, LLC

 7         3100 Centennial Tower

 8         101 Marietta Street

 9         Atlanta, Georgia  30303

10

11    On behalf of the Defendant:

12         PAULO B. McKEEBY, ESQUIRE

13         REED SMITH LLP

14         2501 N. Harwood Street

15         Suite 1700

16         Dallas, Texas  75201

17

18    ALSO PRESENT:

19         ABIGAIL DIAZ-PEDROSA, CHIEF LEGAL OFFICER

20         TYLER TECHNOLOGIES

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 1   MR. HERRINGTON: This is the deposition

 2   by cross-examination of Tyler Technologies, Inc.,

 3   pursuant to Rule 30(b)(6) of the Federal Rules of

 4   Civil Procedure.

 5   This deposition is taken for the purpose

 6   of discovery and all other purposes allowed.

 7   My name is Matthew Herrington. I'm

 8   counsel for Plaintiff Suzanne Greene.

 9   Also present is Paulo McKeeby who is

10   counsel of record for the Defendant. As well as

11   Ms. Abby Diaz who is general counsel for the

12   Defendant.

13   Ms. Moran, would you please swear the

14   witness.

15   HILLARY PASCH,

16   being first duly sworn, was examined as follows:

17   THE WITNESS: Yes.

18   EXAMINATION

19   BY MR. HERRINGTON:

20   **Q   Would you please state your full legal**

21   **name.**

22   A   Sure. Hillary, last name Pasch,

23   P-A-S-C-H.

24   **Q   Okay. And would you please spell that**

25   **for the court reporter?**

```
 1        A     H-I-L-L-A-R-Y, last name P-A-S-C-H.

 2        Q     And it's my understanding you've been

 3   designated to testify today on behalf of Tyler

 4   Technologies; is that correct?

 5        A     Yes.

 6              (Deposition Exhibit 1 marked.)

 7   BY MR. HERRINGTON:

 8        Q     I'm going to hand you a document that's

 9   been marked as Plaintiff's Exhibit 1.

10              Have you seen this document before?

11        A     Yes.

12        Q     And it's my understanding that you've

13   been designated to speak about a number of topics

14   listed in the attachment to this notice of

15   deposition; is that correct?

16        A     Yes.

17        Q     Okay.  And those topics are No. 1 through

18   10, No. 12 and No. 16 through 25 with limitations

19   that have been set by the court.

20              MR. McKEEBY:  I will so stipulate.

21              MR. HERRINGTON:  Okay.

22              MR. McKEEBY:  Will you do me a favor and

23   just read them again so that I can confirm?

24              MR. HERRINGTON:  1 through 10, 12, and 16

25   through 25.
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 1              MR. McKEEBY:  Subject to the limitations

 2   from our hearing yesterday, that is correct.

 3   BY MR. HERRINGTON:

 4       Q    Ms. Pasch, will you tell me, have you

 5   ever been deposed before?

 6       A    No.

 7       Q    Have you ever attended a deposition?

 8       A    No.

 9       Q    Have you ever given testimony in court?

10       A    No.

11       Q    Okay.  Would you please speak up.

12       A    Sure.

13       Q    Okay.  Just to make sure that the court

14   reporter can hear everything that you're saying.

15            So you understand you're under oath and

16   that the court reporter is making a testimony of

17   your -- a record of your testimony?

18       A    I do.

19       Q    Okay.  And you understand that it will be

20   used as evidence in court?

21       A    Yes.

22       Q    Okay.  All right, if at any time you

23   don't understand one of my questions, please say so

24   and I'll repeat or rephrase the question.

25            Please remember that your answers must be
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 1   verbal because the court reporter cannot take down

 2   a nod of the head, a shrug of the shoulders.

 3            We also want to avoid saying uh-huh or

 4   uh-uh because it's difficult for the court reporter

 5   to accurately transcribe that so the court will

 6   understand.

 7            If you don't know the answer to a

 8   question, please simply state that you do not know.

 9   And if you need clarification, again, please just

10   tell me that.

11            Please wait until I finish asking the

12   question before you answer even if you know for

13   sure what I'm going to ask, because it's difficult

14   for the court reporter to accurately take it down

15   and it makes the transcript of the deposition very

16   difficult to read if we interrupt each other.

17            Do you have any questions about how the

18   deposition will proceed?

19       A    I do not.

20       Q    Okay.  And is there any reason that your

21   ability to testify fully and accurately today would

22   be impaired?

23       A    No.

24       Q    All right.  I'm going to start by asking

25   you a few background questions.
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 1          Have you ever been known by any other

 2   names other than Hillary Pasch?

 3       A    I have not.

 4       Q    Would you tell me about your education?

 5       A    Absolutely.  I graduated from the

 6   Pennsylvania State University and State College of

 7   Pennsylvania with an information science and

 8   technology degree.  And two minors in public policy

 9   and organization as well as digital marketing.

10          I have also taken a Shaw Academy class on

11   digital marketing as well which is just a

12   certificate that I received from that.

13       Q    Okay.  Is that it?

14       A    Yes, sir.

15       Q    Okay.  And would you tell me about your

16   work history after college?

17       A    Absolutely.  I started working after

18   college at AccuWeather.  And I worked there less

19   than a year.  And then I got hired on at the State

20   College Borough in State College, Pennsylvania.

21       Q    What was your position at AccuWeather?

22       A    I was a technical resource.

23       Q    And what does that mean?

24       A    I essentially supported clients and

25   customers who had issues with weather software that
```

1   we provided to them.

2   Q   Okay. And the next position again was?

3   A   I did not mention it yet, but I was an IT

4   help desk.

5   Q   Okay. And where was that?

6   A   State College, Pennsylvania, at the

7   Borough.

8   Q   IT help desk.

9   And how long were you there?

10   A   I was there, but then I got promoted to

11 an IT project manager, so all and all between the

12 two jobs I was there for 10 years.

13   Q   Great.

14   And after the State College?

15   A   I got hired on in May of 2016 with

16 ExecuTime as a senior project manager. And then

17 that was, therefore, acquired by Tyler Technologies

18 in June of 2016.

19   Q   And what are your job duties as a senior

20 project manager?

21   A   I'm not currently a senior project

22 manager.

23   Q   Okay.

24   A   I was promoted to manager of

25 implementation and I was in that job approximately

```
 1   a year.
 2        Q     Which job were you in at --
 3        A     The senior project manager job
 4   approximately a year.
 5        Q     Uh-huh.
 6        A     The manager of implementation position
 7   for approximately two years.  And recently been
 8   promoted to product owner of ExecuTime.
 9        Q     What does that mean?
10        A     I essentially work on development specs.
11   I own the success of the product.  I make sure that
12   releases for the software are up-to-date, bugs are
13   fixed.  I work with the development team.
14             I also work with other teams, the
15   implementation teams and support teams, to make
16   sure that the product is on a road of stability.
17        Q     Are you -- as a product owner, are you
18   associated with a specific Tyler software?
19        A     ExecuTime.
20        Q     Any other software from Tyler that you
21   work with?
22        A     Not that I work for, no.
23        Q     Okay.  Do you work with -- would it be
24   fair to say you work with their other software?
25        A     Yes.
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 1        Q      Okay.  Do you have any family in Georgia?

 2        A      I do not.

 3        Q      Where do you currently live?

 4        A      Jacksonville, North Carolina.

 5        Q      And have you ever been convicted of a

 6   crime?

 7        A      I have not.

 8        Q      Are you familiar with the Plaintiff in

 9   this case, Suzanne Greene?

10        A      Yes.

11        Q      You know her personally?

12        A      I know her through work.

13        Q      And what was your relationship to

14   Ms. Greene at Tyler?

15        A      I was a co-worker and then a manager of

16   implementation.

17        Q      Were you her supervisor as a senior

18   project manager?

19        A      I was not.

20        Q      Were you her direct supervisor when you

21   were manager of implementation?

22        A      I was.

23        Q      Would you describe the difference between

24   your position as a senior project manager and

25   manager of implementation?
```

1   A   Yes. As a senior project manager, I

2   managed the projects with the clients. I made sure

3   that they were on time and on budget. I worked

4   through timelines. I had several various calls

5   with them throughout their implementation. And I

6   met with implementation consultants that were

7   assigned to those projects as well.

8   **Q   All right. Would you tell me what**

9   **timelines means?**

10   A   Project timelines are the time from when

11 a project starts with an implementation of

12 ExecuTime to the time that they go live and are

13 passed to support.

14   **Q   Okay. And you specified that as to**

15 **ExecuTime. Would a timeline for any other Tyler**

16 **software be the same thing?**

17   A   I don't know.

18   **Q   Okay. Would you tell me generally what**

19 **does Tyler Technologies do?**

20   A   They create, evaluate, and provide as

21 well as implement software to local governments and

22 municipalities.

23   **Q   Okay. What kind of software?**

24   A   I deal solely with timekeeping and

25 advanced scheduling software with ExecuTime.

```
 1    However, Tyler also deals in payroll, enterprise

 2    resource products, public safety products.

 3         Q    Would you tell me what enterprise

 4    resource products and public safety products are?

 5         A    Enterprise resource products would be to

 6    my knowledge a gamut of payroll, HR, cashiering.

 7    The goal with that would be to encompass an

 8    all-in-one product for a client.

 9              The public safety products would be CAD

10    systems, radio and dispatch services, anything

11    public safety, police or fire related.

12         Q    What was the word that you said earlier,

13    cadda (ph)?

14         A    CAD.  I don't know the acronym and what

15    it stands for, but it's basically police and fire.

16         Q    Okay.  C-A-D?

17         A    Yes, sir.

18         Q    What are the names of some of the other

19    types of software that -- besides ExecuTime that

20    Tyler owns or leases or -- I'm not sure I'm asking

21    the question clearly.

22              But Tyler owns the rights or the

23    intellectual property in several different types of

24    software, correct?

25         A    They do.
```

```
 1        Q     Okay.  Can you name the different types

 2   of software?

 3           MR. McKEEBY:  And I'm going to object to

 4   this question as outside the scope of the topic

 5   designation.  I don't think she's been asked to --

 6           MR. HERRINGTON:  General business.

 7           MR. McKEEBY:  Well, that's general and

 8   you're asking her specific questions about the

 9   names of software.

10           I'm not going to tell her not to answer.

11   I just don't know that she's going to be able to

12   recite each and every type of Tyler software.

13           She can do the best she can, but I

14   haven't prepared her as a corporate representative

15   to answer that question.

16           But you can answer based on what you

17   know.

18   BY MR. HERRINGTON:

19        Q     Okay.  Please tell me what different

20   types of -- specific types of software -- not types

21   of software, but names of different types of

22   software that Tyler owns.

23        A     I'll tell you what I know in a personal

24   capacity.

25        Q     You're here to testify for the company.
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 1              MR. McKEEBY:  Understood, but she's not

 2   here to testify for the company as to that question

 3   if you didn't put it in place.

 4              MR. HERRINGTON:  We're not stipulating

 5   that she's not binding the company with her

 6   testimony.  I think this is fairly encompassed

 7   within general -- within the very first topic, the

 8   company's general business activities.

 9              MR. McKEEBY:  I'm not requesting a

10   stipulation.  I'm telling you that she's not

11   answering on behalf of the company.  So we can --

12   we've got our record.  I'm not telling her not to

13   answer.  I'm telling her to answer based on what

14   she knows.  I haven't prepared her with respect to

15   that question.

16              If you would like me to take a break and

17   do so, I could perhaps try to do that during --

18   during a break, but I'm not sure that I can.

19              And I think it's a better course to let

20   her answer based on her personal knowledge, and if

21   you have an objection as to how we prepared this

22   witness, you can take that up.

23   BY MR. HERRINGTON:

24       Q    Ms. Pasch, would you tell me what types

25   of software specifically -- what software products
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 1   Tyler owns?

 2           MR. McKEEBY:  The names?

 3           MR. HERRINGTON:  Yes.

 4       A   Tyler Eden, E-D-E-N.  Tyler Munis,

 5   M-U-N-I-S.  Tyler Incod, I-N-C-O-D.  Tyler New

 6   World.

 7   BY MR. HERRINGTON:

 8       Q   Any others?

 9       A   That's my knowledge.

10       Q   Do you know one called IVEE?

11       A   Infinite Visions.

12       Q   Is that abbreviated I-V-E-E?

13       A   It would be.

14       Q   Can you tell me what Eden is?

15       A   It is also an ERP system.

16       Q   What is an ERP system?

17       A   The enterprise resource planning system.

18       Q   And --

19           MR. McKEEBY:  Same objection as to this

20   line of questioning.

21           You can answer, but I haven't prepared

22   her as a corporate representative to discuss the

23   specifics of each type of software that Tyler

24   provides, but you can answer.

25   BY MR. HERRINGTON:
```

1   Q   And what is Munis?

2   A   It is also an enterprise resource

3   planning system.

4   Q   Do you know the difference between them?

5   A   I do not.

6   Q   And Incod?

7   A   Also an ERP system.

8   Q   And do you know the difference between

9   Incod and Munis or Incod and Eden?

10   A   I do not.

11   Q   And New World, can you tell me what that

12 is?

13   A   They have two subsets. They manage

14 public safety as well as an ERP system. And I do

15 not know the products beneath each of those.

16   Q   And Infinite Visions, can you tell me

17 what that is?

18   A   It is also an ERP system.

19   Q   Now, ERPs encompass payroll and

20 timekeeping?

21   A   It would depend upon the ERP system. I

22 don't know all the products underneath each --

23 underneath each one of those.

24   Q   Does ExecuTime interface with any of

25 these other products?

 1   A   Yes.

 2   Q   **Okay. Well, can you tell me how**

 3   **ExecuTime interfaces differently with these**

 4   **different products?**

 5   A   They have different datapoints. Each one

 6   of them is designed to interface as a Tyler to

 7   Tyler product.

 8   Q   **Have you ever advised clients on which**

 9   **ERP to purchase?**

10   A   I have not.

11   MR. McKEEBY: Are we at a stopping point

12   where we can talk about these documents?

13   MR. HERRINGTON: Sure.

14   MR. McKEEBY: Just in terms of providing

15   them to you.

16   Again, let the record reflect that I'm

17   providing documents, and I've given you two copies

18   of documents we're producing today in connection

19   with the deposition.

20   They consist of the contracts that the

21   court ordered that we produce, five examples, as

22   well as some additional documents that Ms. Pasch

23   identified in connection with our preparation for

24   her appearance as a corporate representative today.

25   And Matt, we will produce Bate stamped

 1   copies of those when I get back to the office, but

 2   I wanted to make sure you had a copy of those for

 3   purposes of the deposition.

 4   BY MR. HERRINGTON:

 5   Q   So Ms. Pasch, you were involved in

 6   selecting -- let me back up.

 7   The documents that are being produced to

 8   us today include contracts with ExecuTime's

 9   customers; is that correct?

10   A   Yes.

11   Q   Okay. Can you tell me about how these

12   were selected?

13   A   They were selected as requested, and they

14   have a -- every single contract Suzi Greene was an

15   implementation consultant on.

16   Q   Okay.

17   MR. McKEEBY: Wait a minute. You

18   produced five copies, right?

19   THE WITNESS: Yes.

20   MR. McKEEBY: That's not every one that

21   she worked on.

22   A   Each one of them -- right, so I'll

23   clarify, thank you -- was -- she was involved with.

24   BY MR. HERRINGTON:

25   Q   And Ms. Greene was involved in about 300

```
 1    different projects, correct?

 2         A    I cannot answer that.

 3         Q    Okay.  I'll represent to you the company

 4    has informed us that it was approximately -- and

 5    the court -- that it was approximately 300

 6    different customers.

 7              So I'm curious how the five that were

 8    selected were -- what method was used to select

 9    those from all of the contracts?

10              MR. McKEEBY:  Object to the form of the

11    question.

12              You can answer.

13         A    They were selected for her involvement.

14    No other rhyme or reason was used.

15    BY MR. HERRINGTON:

16         Q    Okay.  So tell me about how -- you know,

17    physically how these were picked out.  I mean, you

18    -- you searched for Ms. Greene's name in some

19    location?

20         A    As a manager of implementation, I was

21    aware of which project she was involved with and I

22    was able to obtain those copies based on that.

23         Q    Why did you select these five as opposed

24    to some others?

25         A    They were projects she was involved with
```

 1   within her employment. There was no particular

 2   reason based on any other accounts. There was no

 3   mathematical equation used. I just knew she was

 4   involved with them and that's why I selected them.

 5   Q   Okay. Were they selected because they

 6   represented different types of contracts that are

 7   representative of different categories of services?

 8   A   Can you explain what you mean by

 9   "categories"?

10   Q   Yeah. Is every -- well, is every

11   contract that Execu -- every ExecuTime-related

12   contract with the Tyler customer the same?

13   A   No.

14   Q   Okay. Can they be divided up into

15   different types generally?

16   A   Yes.

17   Q   Okay. Are these contracts that were

18   selected supposed to be representative of those

19   different types?

20   A   No.

21   Q   Okay.

22   MR. HERRINGTON: I understood yesterday

23   that the court expected that to be the case, that

24   they would be produced as representative types of

25   contracts.

 1   MR. McKEEBY: It's not my understanding,

 2   but I think you should explore a little bit more in

 3   terms of what the contracts are before you assessed

 4   that.

 5   MR. HERRINGTON: Well, we've assessed

 6   they're selected randomly rather than to be

 7   representative.

 8   MR. McKEEBY: I don't think that there

 9   was a requirement that they be representative of

10   anything in particular.

11   They're certainly representative of the

12   contracts that ExecuTime has with its customers,

13   whether or not they were selected randomly or not.

14   BY MR. HERRINGTON:

15   Q   What different types of contracts does

16   ExecuTime -- what different types of ExecuTime

17   contracts does Tyler use?

18   A   We have a daily contract, an hourly

19   contract, milestone contract, and a paid in full

20   contract.

21   Q   Is that a -- would you say that's a

22   complete list of the different types, at the most

23   general level?

24   A   That I'm aware of.

25   Q   Okay. Would you please explain to me the

```
 1   distinction between daily, hourly, milestone and

 2   paid in full?

 3        A     I can explain what each one is, not

 4   necessarily the distinction.

 5        Q     Okay.

 6        A     Daily is a client is billed in four- or

 7   eight-hour increments.  Hourly is billed as

 8   incurred.  Milestone is billed when they meet

 9   particular milestones.  And paid in full is a paid

10   upfront contract.

11        Q     Would it be fair to say that paid in full

12   is a flat fee?

13        A     Yes.

14        Q     Now, when you say "hourly increments" or

15   "as incurred," as incurred you mean by the hour or

16   by a certain increment of time?

17        A     By a certain increment of time.

18        Q     Is there a specific increment that's

19   used?

20        A     15 minutes.

21        Q     Okay.  And whose time is that referring

22   to, you know, those increments?

23              MR. McKEEBY:  For the hourly contract?

24   BY MR. HERRINGTON:

25        Q     For any of the contracts.  If they're
```

```
 1   different, let me know, but I'm assuming that

 2   hourly and daily time increments are being measured

 3   by the -- you know, the work of the same types of

 4   people.

 5        A    By the implementation team.

 6        Q    And what is an implementation team?

 7        A    It would typically consist of a project

 8   manager and an implementation consultant.

 9        Q    No other employees?

10        A    It would depend upon the contract.

11        Q    What other types of employees might be

12   billed?

13        A    It wouldn't be an employee, it would be a

14   service.

15        Q    But services performed by Tyler

16   Technologies's employees, correct?

17        A    Correct.

18        Q    Okay.  So what other types of employees

19   might produce a billable time?

20        A    It would be an employee performing it,

21   but they wouldn't bill their time, they would bill

22   for the service.

23   BY MR. HERRINGTON:

24        Q    Okay.  And so what types of employees

25   would that be?
```

```
 1      A     A deployment team member.

 2      Q     Okay.  What's the difference between an

 3   implementation team and a deployment team?

 4      A     The deployment team actually installs the

 5   software.

 6      Q     Are there any other types of teams that

 7   Tyler uses on projects besides implementation and

 8   deployment?

 9            MR. McKEEBY:  Object to the form of the

10   question as overbroad to the extent that it --

11   well, I don't think that's -- well, that might be a

12   fair question.

13            You can answer.

14      A     If an escalation is needed, a technical

15   team member would be involved.

16   BY MR. HERRINGTON:

17      Q     What is an escalation?

18      A     Typically occurs when a tier support

19   level or implementation -- implementation team

20   member needs to escalate the issue for resolution.

21            MR. HERRINGTON:  Would you read me back

22   her answer?

23            (Whereupon, the requested portion of

24            the record was read by the reporter.)

25   BY MR. HERRINGTON:
```

1   Q   I asked what escalation was and the

2   answer was "when they need to escalate an issue."

3   So can you tell me what is escalation is

4   without incorporating the word "escalation" into

5   it?

6   Would it be fair to say that escalation

7   means there's a problem that needs to be sent to

8   the technical team to fix?

9   A   If a team member needs to reach out for

10   assistance, yes.

11   (Deposition Exhibit 2 marked.)

12   BY MR. HERRINGTON:

13   Q   All right. Would you please take a

14   moment to look at the document marked Plaintiff's

15   Exhibit No. 2.

16   Do you recognize this?

17   A   It looks familiar.

18   Q   Can you tell me what it is supposed to

19   represent?

20   A   A standard implementation plan.

21   Q   Does this represent the entire life span

22   of a Tyler Technologies -- or an ExecuTime customer

23   project?

24   A   Not entire.

25   Q   What would you say is missing from the

1   lifetime of the project as it's represented on

2   Exhibit 2?

3   A   I would say this is a broad view and it

4   does not have the details.

5   Q   Okay. But is there anything missing from

6   the beginning or end? For example, Assess and

7   Design, is that supposed to encompass the first

8   step of selecting software that's going to be

9   purchased by a customer?

10   A   The software would have already been

11   purchased.

12   Q   Okay. Prior to assess and design?

13   A   Correct.

14   Q   Okay. Now, does Tyler sell the software

15   outright to be used, you know, perpetually or do

16   they have to lease it for a certain amount of time?

17   MR. McKEEBY: Object to form of the

18   question.

19   You can answer it.

20   BY MR. HERRINGTON:

21   Q   Do you understand what I asked?

22   A   Please repeat.

23   Q   Do customers purchase Tyler software to

24   keep and use forever as long as they want to or do

25   they need to lease your software for a specific

```
 1    amount of time?

 2              In other words, are they getting a

 3    license for a certain amount of time or purchasing

 4    for an indefinite use?

 5              MR. McKEEBY:  And this is specific to

 6    ExecuTime?  Because I don't think she's going to

 7    know otherwise, but you can answer based on what

 8    you know.

 9    BY MR. HERRINGTON:

10         Q    If you only know for ExecuTime, then you

11    can so stipulate that.  For right now I am asking

12    about all Tyler projects.  Just tell me when you

13    only know about ExecuTime.

14         A    I do only know about ExecuTime.  And

15    clients will purchase licensing.  And if they would

16    like maintenance and support, they also pay for

17    that.

18         Q    Okay.  Do you ever use Adobe Acrobat?

19         A    Yes.

20         Q    Okay.  Are you familiar with you can

21    purchase the CD or whatever, download it and it's

22    yours to keep forever versus their DC plan where

23    you buy it for one year and then it stops working?

24         A    I don't know.

25         Q    No?
```

1   **Well, does Tyler -- does ExecuTime work**

2   **like that where you get it and your customer can**

3   **only use it for a set amount of time before they**

4   **would need to relicense it to continue using it?**

5   A   I don't know.

6   **Q   Okay. All right. So say the city of**

7   **Atlanta calls -- calls Tyler and says, "I need**

8   **payroll and HR software. Time and payroll**

9   **software." Who's the first person that they're**

10   **going to be sent to to speak -- to speak with?**

11   **What type of position?**

12   A   I don't want to speculate because they

13   could have spoken to a receptionist.

14   **Q   Uh-huh.**

15   A   But in order to purchase software, they

16   would speak to a sales representative.

17   **Q   Okay. And does the sales rep make**

18   **recommendations about what type of software fits**

19   **their needs generally?**

20   A   I believe it would depend upon who was

21   calling, what their needs were.

22   **Q   Are the sales reps assigned to a specific**

23   **type of software?**

24   A   Yes.

25   **Q   So you have ExecuTime sales reps versus a**

```
 1    Munis sales rep?

 2        A    Correct.

 3        Q    Well, who decides which sales rep they go

 4    to before they decided what software they're going

 5    to purchase?

 6        A    I'm not familiar with the designation of

 7    sales representatives.  I believe it would depend

 8    upon if they submitted for -- a request for

 9    proposal.

10        Q    Uh-huh.  Have you seen a request for

11    proposal before?

12        A    Yes.

13        Q    So is it a sales rep who would make the

14    recommendation about which Tyler product is most

15    appropriate?

16        A    I believe it would be a collaboration.

17        Q    Between who?

18        A    Sales representatives, product owners.

19        Q    Do customers ever come to you first

20    before they've spoken to a sales rep as a product

21    owner?

22        A    Not typically.

23             MR. HERRINGTON:  Just one moment.

24             (Off the record.)

25             MR. HERRINGTON:  Let's go back on the
```

 1   record.

 2   BY MR. HERRINGTON:

 3   Q   Okay. So they talk to the sales rep -- a

 4   new customer talks to the sales rep and maybe with

 5   the product owner to make a decision about what

 6   Tyler product to buy.

 7   Who do they get sent to after that, after

 8   the decision has been made?

 9   A   Can you clarify what decision, please?

10   Q   Which Tyler product to purchase.

11   They've decided "I want ExecuTime

12   software." Okay, done deal. Who makes the

13   contract? You know, who is the person in charge of

14   the contracting?

15   A   I believe sales representatives create

16   the contract, but it must also go through legal.

17   Q   Now, when I'm -- and, again, I'm -- when

18   I say purchase ExecuTime software, we haven't

19   really established whether it's a term lease of the

20   software or if it's an outright purchase of the

21   software for indefinite use, so I'm going to say

22   purchase, but I'm not expecting -- I'm not saying

23   that to try to lock down the company as to, you

24   know, it's a definite purchase versus lease, it's

25   just, you know.

```
 1              MR. McKEEBY:  They're purchasing

 2    something clearly.

 3    BY MR. HERRINGTON:

 4        Q    Yeah, they're purchasing something and

 5    we're just going to say they're purchasing the

 6    software for the sake of simplicity, but not

 7    necessarily because that's totally accurate.  It

 8    may not be.

 9              So after they've done their contract and

10    purchased ExecuTime, they have made a choice

11    between daily, hourly, milestone, or paid in full

12    contract, correct?

13        A    Correct.

14        Q    Okay.  Are you aware of any other major

15    distinctions between those types of contracts other

16    than the way that it's billed?

17        A    It would depend upon the contract and

18    what was decided within it.

19        Q    Is there something within ExecuTime

20    called -- that would be fair to call a module?

21        A    Yes.

22        Q    Okay.  Would you describe what a module

23    is?

24        A    A module in the sense of ExecuTime is one

25    of two.  Either it is time and attendance or it is
```

1   advanced scheduling. And the module basically

2   would be what capabilities do you have within the

3   software.

4   Q   All right. And so what are the -- what

5   are the differences of capabilities between time

6   and attendance versus advanced scheduling?

7   A   The advanced scheduling module has more

8   robust scheduling capabilities.

9   Q   Uh-huh.

10   A   It allows for wheel offerings.

11   Q   I'm sorry?

12   A   Wheel offerings.

13   Q   W-H-E-E-L?

14   A   Correct.

15   Q   Okay. Go on.

16   A   There is a trade board.

17   Q   Uh-huh.

18   A   That's -- that's my knowledge of that.

19   Q   Okay. And would you explain to me what

20   both of those mean?

21   A   Wheel offering is when you can take a

22   shift and offer it up on to the wheel which allows

23   other employees to sign up for the shift.

24   Trade board allows employees to trade

25   shifts with each other.

```
 1      Q    So it sounds like both of those involve

 2  an employee taking a shift from someone else.  But

 3  is the distinction that with trade board you must

 4  give up a shift to get a shift, whereas, with wheel

 5  offerings you don't?

 6      A    Not necessarily.

 7      Q    Okay.  Then can you help me understand

 8  better the difference because it sounds like both

 9  involve taking a shift from somebody else?

10          MR. McKEEBY:  The difference between

11  wheel offerings and trade board?

12          MR. HERRINGTON:  Uh-huh.

13      A    Typically wheel offerings would be a

14  supervisor putting a shift up.

15  BY MR. HERRINGTON:

16      Q    Uh-huh.  Okay.

17      A    Someone calls in sick, they need to fill

18  the shift.  The trade board is when an employee

19  typically activates the trade.

20      Q    Thank you.

21          Okay.  Now, who decides whether to choose

22  advanced scheduling or time and attendance for a

23  given customer?

24      A    Time and attendance is a prerequisite.

25  Adding --
```

1   Q   That's the basic level?

2   A   Correct.

3   Q   Well, who decides whether to get the

4   advanced -- the advanced scheduling module?

5   A   The client.

6   Q   Okay. Who do they consult to make that

7   decision?

8   A   The sales rep.

9   Q   Okay. And I assume that advanced

10   scheduling is more expensive; is that correct?

11   A   It adds an additional cost to purchase an

12   additional module.

13   Q   Okay. And you can't have advanced

14   scheduling without time and attendance?

15   A   Correct.

16   Q   What kinds of analysis does the sales rep

17   do to determine their recommendations for which --

18   whether the second module is appropriate? And by

19   second module I mean advanced scheduling.

20   A   I don't know the steps that they take.

21   Q   All right. Well, after they have

22   purchased time and attendance software or -- let's

23   just call them the first and second modules, can we

24   do that?

25   A   Yes.

1   MR. McKEEBY: The first being the basic

2   level and time and attendance?

3   MR. HERRINGTON: Time and attendance.

4   MR. McKEEBY: Okay.

5   BY MR. HERRINGTON:

6   Q   Okay. So they've decided to get one or

7   both modules. What's the next step in the lifetime

8   of the project?

9   A   If a contract has been signed, the sales

10 rep sends it to a team at ExecuTime.

11   Q   Which team?

12   A   It typically includes the manager of

13 implementation.

14   Q   Is that a project manager?

15   A   No.

16   Q   Okay.

17   A   And the director of ExecuTime.

18   Q   Uh-huh.

19   A   And the manager of implementation and

20 support.

21   Q   So the manager of implementation is

22 different from the manager of implementation and

23 support?

24   A   Correct.

25   Q   Can you describe to me generally the

```
 1   different responsibilities of those three

 2   positions?

 3       A    I can give a broad view.  The director is

 4   in charge of all business relations of ExecuTime.

 5       Q    Uh-huh.

 6       A    The manager of implementation and support

 7   is a manager over manager of implementation as well

 8   as the remainder of the implementation teams,

 9   including project managers and implementation

10   consultants.

11          The manager of implementation is the

12   manager of the project managers and implementation

13   consultants.

14       Q    Okay.  Does the manager of implementation

15   and support manage -- is there a manager of support

16   somewhere?

17       A    Yes.

18       Q    Okay.  So the manager of implementation

19   and support is managing two teams?  Or down the

20   hierarchy from the manager of implementation and

21   support you would find two different teams; is that

22   correct?

23       A    Correct.

24       Q    Okay.  All right.  Well, we've said that

25   after the contract is signed it's sent to the three
```

```
 1    of them, the project.  What do the three of them do

 2    with the project before passing it on to the next

 3    step?

 4         A    They read the contract.

 5         Q    Uh-huh.

 6         A    Determine what modules have been

 7    purchased.

 8         Q    Uh-huh.

 9         A    And then assign resources accordingly.

10         Q    Okay.  What are resources?

11         A    Project manager and implementation

12    consultant teams.

13         Q    Now, on each project -- are there

14    multiple implementation consultants on a single

15    project?

16         A    Not typically.

17         Q    Okay.  Does the project manager choose

18    the implementation consultant or is it decided --

19    is the implementation consultant chosen at a higher

20    level than the project manager?

21         A    An implementation consultant is assigned

22    typically to a project manager.

23         Q    Okay.  So does an implementation

24    consultant always -- or typically work with the

25    same project manager on all projects?
```

```
 1      A    Yes.

 2      Q    Okay.  Now, the project manager is going

 3   to manage multiple implementation consultants,

 4   correct?

 5      A    It depends.  There are some teams that

 6   have that and some that do not.

 7      Q    Okay.  So sometimes a project manager

 8   works on every project with the same implementation

 9   consultant?

10      A    That is typical.

11      Q    Okay.  So the manager of implementation,

12   director of ExecuTime, and the manager of

13   implementation and support have assigned a project

14   to an implementation team consisting of a project

15   manager and an implementation consultant.

16           What is the first step that the project

17   manager would take?

18      A    Reading the contract.

19      Q    Okay.  And based upon a reading of the

20   contract, what kind of decisions have to be made?

21      A    Where they would be installed for their

22   software.

23      Q    Do you mean physically, like, where is

24   their hardware located?

25      A    Correct.
```

```
 1        Q      Okay.

 2        A      If time clocks were on the contract and

 3   they needed to be purchased.

 4        Q      You're talking about purchasing hardware

 5   for time clocks?

 6        A      Correct.

 7        Q      Like physical time clocks?

 8        A      Yes.

 9        Q      So contracts can include time clocks or

10   not?

11        A      Correct.

12        Q      Okay.  And that's -- and that decision is

13   made in conjunction with the sales rep early on?

14        A      Yes.

15        Q      Okay.  Are there any other features like

16   that?  We've established that they choose one or

17   two modules, now time clocks.  Are there any other

18   typical purchase decisions that have to be made?

19        A      Whether or not they purchased a mobile

20   module.

21        Q      Is that like a mobile app?

22        A      It is not an app.

23        Q      I've seen -- Suzi was, you know, very

24   specific about that, too.  Is that a point of

25   contention for some reason that -- are you
```

```
 1   developing an app?  I mean --

 2           MR. HERRINGTON:  Let's go off the record.

 3           (Off the record.)

 4           MR. HERRINGTON:  Let's go back on the

 5   record.

 6   BY MR. HERRINGTON:

 7       Q    So would the mobile -- the mobile module

 8   you would access that through just a general web

 9   browser on your own?

10       A    Correct.

11       Q    Okay.  Is it set up so that you -- so

12   that you view differently when you're on a phone

13   versus if you're on a desktop?

14       A    Yes.

15       Q    Okay.  So you could go to the same portal

16   or website and it won't look the same on your phone

17   versus your desktop computer?

18       A    You would need to select mobile or

19   desktop.

20       Q    I see.

21           And so are the same features available on

22   both?

23       A    No.

24       Q    Okay.  So you can't do everything on the

25   mobile app -- or sorry, you can't do everything on
```

```
 1    the mobile module that you can do on the desktop

 2    module?

 3         A    That's correct.

 4         Q    Okay.  Is that -- am I accurately using

 5    the terms "desktop module" and "mobile module"?

 6         A    Yes.

 7         Q    Okay.  Anything else that they would

 8    decide to purchase at the time the contract is

 9    being created other than time clocks and mobile

10    module?

11         A    No.

12         Q    Does the number of employees make a

13    difference to the cost of a project to a customer?

14              MR. McKEEBY:  The number of employees at

15    the customer?

16    BY MR. HERRINGTON:

17         Q    Yeah, the number of employees who --

18    yeah, who are going to be using the software, does

19    that make a difference as to how much the customer

20    ends up having to pay for the project?

21         A    It does with licensing.

22         Q    Okay.  Now, with the time and attendance

23    software, rather than advanced schedule, with time

24    and attendance do employees have access to that or

25    is it -- does the -- not just employees, but do --
```

 1   is it typical that a -- that's only going to be

 2   used by HR personnel or management rather than

 3   lower level employees?

 4   A   Are you speaking specifically about time

 5   and attendance?

 6   Q   Yes.

 7   A   No.

 8   Q   Okay. So employees would use it to track

 9   their own time and attendance?

10   A   Possibly.

11   Q   Okay. Not every company wants that,

12   though?

13   A   Correct.

14   MR. McKEEBY: By "company" you --

15   BY MR. HERRINGTON:

16   Q   I'm sorry. By company, I mean, customer,

17   yes. And, of course, we're dealing with public

18   sector, so company is probably not even the correct

19   word.

20   ExecuTime is only for public sector

21   employers, correct?

22   A   Correct.

23   Q   Okay. Are all of Tyler Technologies'

24   software offerings for public employers only? By

25   that I mean public sector.

```
 1       A    Yes.

 2            MR. McKEEBY:  Can we take a break when

 3   you come to a stopping point?

 4            MR. HERRINGTON:  Right now is fine.

 5            (Recess taken.)

 6   BY MR. HERRINGTON:

 7       Q    So you were hired by ExecuTime?

 8       A    Correct.

 9       Q    The company ExecuTime as opposed to just

10   the software?

11       A    Correct.

12       Q    Okay.  And then Tyler purchased

13   ExecuTime?

14       A    They acquired them.

15       Q    They acquired them.  It was a stock

16   purchase?

17       A    I don't know about the stock purchase.

18       Q    Okay.  Did they keep all of the

19   employees?

20       A    To my knowledge.

21       Q    Okay.  So substantially all?

22       A    Correct.

23       Q    Okay.  Did they change people's

24   positions, Tyler, when they -- after the purchase

25   or after the acquisition rather?  Did everyone stay
```

```
 1    in the same positions they had been in previously?

 2         A     Some job titles did change.

 3         Q     Okay.  Have any major changes -- and

 4    major, I'll let you evaluate what constitutes

 5    major.  Any major changes to ExecuTime software

 6    since the acquisition?

 7         A     Many improvements have been added as part

 8    of our roadmap.

 9         Q     So it's a continuous process of upgrading

10    or improving the software?

11         A     Yes.

12         Q     Okay.  Does it generally do the same

13    thing that it did prior to the acquisition?

14         A     Yes.

15         Q     Okay.  When a customer has purchased

16    ongoing support for the software, how long does

17    that last typically?

18         A     It depends on the contract terms.

19         Q     Does Tyler have customers who require

20    support indefinitely and simply get billed as it

21    occurs?

22         A     I think contracts would need renewed.

23         Q     Okay.  Does Tyler service -- or has Tyler

24    entered into contracts for continued support with

25    customers who originally purchased the software
```

```
 1   from ExecuTime rather than Tyler?

 2        A    Yes, we have Legacy clients.

 3        Q    Legacy clients, okay, thank you.

 4             So was there generally continuity between

 5   -- at the time of the acquisition, was there

 6   continuity in the customers who were being

 7   serviced?

 8        A    Can you elaborate on continuity for me,

 9   please?

10        Q    Did Tyler take over servicing contracts

11   that were already -- projects that were already

12   underway?

13        A    Yes.

14        Q    Okay.  All right.  Did Tyler retain

15   ExecuTime's personnel files for their employees?

16        A    I believe so.

17             (Deposition Exhibit 3 marked.)

18   BY MR. HERRINGTON:

19        Q    I hand you a document that's been marked

20   as Plaintiff's Exhibit No. 3.  And I'll represent

21   to you that this was provided to us by Tyler.

22             And you'd agree this appears to be the

23   offer of employment and acceptance for Ms. Greene's

24   employment by ExecuTime?

25        A    It appears so.
```

```
 1       Q    Okay.  So we can agree that Tyler did at

 2    the very least possess Ms. Greene's paperwork from

 3    the beginning of her employment with ExecuTime?

 4       A    With relation to this document, yes.

 5       Q    Okay.  Are there any employee benefit

 6    plans at Tyler?

 7       A    Yes.

 8       Q    Okay.  Did those exist -- were they --

 9    were any of the employee benefit plans taken over

10    that were already in place under ExecuTime?

11       A    I don't recall.

12       Q    You were hired in May of '16?

13       A    Correct.

14       Q    Okay.  Did you have a probationary period

15    or a trial period?

16       A    What do you mean by "probationary"?

17       Q    Well, different companies would define it

18    differently probably.  Did you have anything that

19    was in your -- in your -- in the terms of your

20    employment, did they label the first 30 or 90 days

21    or a period of time as being probationary or a

22    trial?

23       A    I don't recall the exact terminology, but

24    we do an onboarding process.

25       Q    Okay.
```

```
 1       A    I do recall I was part of an onboarding

 2   process.

 3       Q    How long did it last?

 4       A    90 days.

 5       Q    So did the onboarding continue after

 6   ExecuTime was purchased -- was acquired by Tyler in

 7   June?

 8       A    Yes.

 9       Q    Okay.  I think that I beat that horse

10   enough.

11            MR. McKEEBY:  I won't disagree.  I don't

12   think it's an issue, though.

13   BY MR. HERRINGTON:

14       Q    How many implementation consultants does

15   ExecuTime employ?

16       A    Currently?

17       Q    Uh-huh.

18       A    Including both modules?

19       Q    Yes.

20       A    Approximately eight.

21       Q    Okay.  Now, what about Tyler all

22   together, how many implementation consultants?

23       A    That, I don't know.

24       Q    Okay.  Can you say if it's less than a

25   hundred?
```

```
 1              MR. McKEEBY:  And I'm going to object to

 2    the question as outside the scope of the topic

 3    designations.

 4              You can answer it based on what you know.

 5       A     I would say no.

 6    BY MR. HERRINGTON:

 7       Q     It's not less than a hundred.  Do you

 8    know if it's less than 200?

 9       A     I don't know.

10       Q     So you think it's likely more than a

11    hundred but less than 200?

12              MR. McKEEBY:  Object to the form of the

13    question and object as outside the scope of the

14    topic designation.

15              You may answer based on what you know.

16       A     That would be my guess.

17    BY MR. HERRINGTON:

18       Q     Okay.  Can you tell me -- with ExecuTime

19    implementation consultants you said there's

20    approximately eight currently employed?

21       A     Correct.

22       Q     Was that number the same back in 2016?

23       A     No.

24       Q     Okay.  How many were employed then?

25       A     Before acquisition?
```

1   Q   Sure.

2   A   Having just started, I'm not sure.

3   Q   Okay. What about after the acquisition?

4   A   Referring to the retainage of the

5   employees, I would say it was the same through the

6   acquisition.

7   Q   Okay. So approximately eight have been

8   employed at any given time since 2016?

9   A   Approximately.

10   Q   Okay. And how much turnover has there

11   been in the implementation consultants who were

12   employed?

13   A   Strictly with ExecuTime?

14   Q   Sure.

15   A   Are you looking for a percentage?

16   Q   How many -- yeah, can you tell me in a

17   year how much turnover you would say is normal?

18   MR. McKEEBY: At the implementation

19   consultant level?

20   MR. HERRINGTON: Uh-huh. Yes.

21   A   I don't know the exact attrition, but I

22   would say approximately -- and are you referring

23   to, just as a correction, people leaving or people

24   coming for attrition?

25   BY MR. HERRINGTON:

1   Q   Well, because the number has been

2   approximately the same, I expect that the number

3   leaving and coming is approximately identical; is

4   that correct?

5   A   We had expanded so there would be a

6   fluctuation in incoming.

7   Q   By "expanded," you mean that they've

8   hired more --

9   A   Correct.

10   Q   -- implementation consultants?

11   A   Correct.

12   Q   Well, how is it possible then that there

13 were approximately the same number in '16 and '19?

14   A   There was approximately the same number

15 from acquisition to before acquisition. From 2016

16 to 2019, it has grown.

17   Q   Okay. Can you tell me how many

18 implementation consultants were employed post

19 acquisition before it grew?

20   A   I don't have an exact number, but I would

21 say three or four.

22   Q   Okay. Can customers of ExecuTime -- or

23 of Tyler when they purchase the license, when they

24 license ExecuTime software, can they make that

25 purchase independent of -- without purchasing any

1   servicing by ExecuTime employees?

2   A   Can you describe "servicing"?

3   Q   Yeah.

4   Can they purchase the software without

5   the installation, the implementation, and the

6   support?

7   A   That's not recommended.

8   Q   Okay. Has it been done?

9   A   Not to my knowledge.

10   Q   Okay. Are there different levels of

11   service that customers can purchase? For example,

12   can they purchase only the installation?

13   A   Not to my knowledge.

14   Q   So are you aware of any customers who

15   purchased ExecuTime who have not gotten the

16   installation, the implementation, and the

17   post-implementation support?

18   A   Not to my knowledge, no.

19   Q   So really the --

20   MR. HERRINGTON: Let's actually go off

21   the record for a second.

22   (Off the record.)

23   MR. HERRINGTON: Back on the record.

24   BY MR. HERRINGTON:

25   Q   Do customers purchase different -- and I

```
 1    realize that -- I want to preface this by saying I

 2    realize that some customers are getting billed

 3    simply ala carte for each service, hour or day that

 4    they're -- that they're actually using.

 5              But do -- with that said, do customers

 6    enter into contracts for -- in anticipation of

 7    different -- different terms of support?

 8              You know, would -- the original contract

 9    anticipating three months of support versus a year?

10       A    It's likely there will be at least a year

11    of annual maintenance.

12       Q    So for the daily contracts, I've heard

13    the word "a pool of days" used.  Have you heard

14    this term?

15       A    A pool of days used?

16       Q    Uh-huh.  Yeah, when they're purchasing --

17    when they're entering into a contract with Tyler,

18    that they would purchase a set amount of days of

19    service?

20       A    Yes.

21       Q    Okay.  And so is that referred to as a

22    pool of days?

23       A    It could be.

24       Q    Okay.  Now, in a contract -- if they're

25    choosing a milestone contract, what are the
```

```
 1   different milestones that would be used to

 2   determine -- you know, what different types of

 3   milestone contracts might a customer purchase?

 4        A    It would depend upon the contract terms

 5   decided with the sales representative.

 6        Q    Uh-huh.

 7        A    Typical ones would be based on

 8   percentages.

 9        Q    Percentage?

10        A    Percentage of the contract billed when a

11   milestone is met.  And an example of a milestone

12   would be when they -- the client went into

13   production.

14        Q    What does that mean "went into

15   production"?

16        A    Going live with the software.  They've

17   officially -- in ExecuTime terms.  It's potentially

18   different than other entities within Tyler.  Going

19   live means the first day of their live pay period.

20        Q    Okay.  Does Tyler use the term "elbow

21   support"?

22        A    I'm not familiar.

23        Q    Okay.  So go live would not encompass

24   beyond the first day of the software being used by

25   the customer?  Or does it encompass a specific
```

1   amount of time, the term "go live"?

2   A   The actual day of go live is the day.

3   The phase of go live is a determined amount of

4   time.

5   Q   Okay. So there's an event that's go live

6   and then there's a phase that's also called go

7   live?

8   A   Correct.

9   Q   Okay. Does that phase differ in length

10   depending on the customer?

11   A   It does.

12   Q   And can you give me a range of how long

13   that phase might last?

14   A   It depends on a client's pay periods.

15   Some are weekly, some are biweekly, some are

16   semi-monthly, some are monthly.

17   Q   So those are the increments they're being

18   billed in?

19   A   Those are the increments of their pay

20   period for their employee.

21   Q   I see. I see.

22   So it would be the first pay period?

23   A   Correct.

24   Q   Okay. So the go live would simply be the

25   first pay period, the first full cycle of payroll?

```
 1        A     In addition to payroll processing, yes.

 2        Q     Okay.  Let's go back to Exhibit No. 2.

 3              They purchased the software with the

 4    sales rep.  It's gone through legal, gotten

 5    approved, and it's been sent off to the manager of

 6    implementation, director of ExecuTime and the

 7    manager of implementation support.

 8              And from there, the project has been

 9    assigned to a project manager and implementation

10    consultant.

11              After it -- I'm sorry, the modules were

12    chosen back with the sales rep, right?

13        A     Typically.

14        Q     So what is the first thing the project

15    manager is going to do?

16        A     I believe I previously referenced

17    reviewing the contract.

18        Q     Okay.  And after that?

19        A     Then they would do a number of different

20    things to get the project moving.  Sending a

21    welcome packet will be their first correspondence

22    with the client likely.

23        Q     Okay.  Now, when they're reviewing the

24    contract, what are they reviewing it for?

25        A     Terms.  If it's daily or hourly, et
```

```
 1   cetera, what hardware they have, where they'll be

 2   installed.  Terms to pay attention to.  If there

 3   was any funded development as well.

 4        Q     Funded development?

 5        A     Correct.

 6        Q     What is that?

 7        A     If a client would like to add something

 8   to the software that is not in existence when they

 9   purchased it.

10        Q     Can you give me an example of that?

11        A     It does -- this is an example.  I'm not

12   saying it does or doesn't do this.  It's just an

13   example.

14              It doesn't allow me to have an attendance

15   check it.  As a client, I would like that.  I will

16   fund that.

17        Q     That's not determined at the level of --

18   the contracting level at the beginning?

19        A     Yes.

20        Q     It is?

21        A     PM is looking whether or not there is

22   anything like that included in the contract.

23        Q     Okay.  So that would not be part of --

24   these would be things that are not part of

25   ExecuTime normally?
```

1   A   Correct.

2   **Q   So does someone, you know, recode**

3   **ExecuTime to do things that it normally doesn't do?**

4   A   No, it's an added functionality.

5   **Q   Is it a different module?**

6   A   No.

7   **Q   Is there an additional cost for**

8   **additional functionalities?**

9   A   If they would like to fund it, yes.

10   **Q   Is there a list of functionalities that**

11   **they have to choose from or is it completely custom**

12   **for each customer?**

13   A   There's a template of the system and

14   allowed capabilities within the software are based

15   upon client and how they need to use it. That's

16   the core of ExecuTime.

17   **Q   So the project manager's reviewed the**

18   **terms for the hardware, the location of the**

19   **installed, the functionalities. They've sent the**

20   **welcome packet making contact with the customer.**

21   **What is the project manager's next step?**

22   A   They have a series of tasks that are

23   typically assigned to them requesting the install

24   or deployment of the software.

25   **Q   And what does that mean?**

1　　A　　Scheduling a date with the deployment

2　team.

3　　**Q　　What is the deployment team?**

4　　A　　A team that installs the ExecuTime

5　software.

6　　**Q　　Do they carry it around on a disk and**

7　**insert it into the customer's computer physically**

8　**or is it downloaded?**

9　　A　　Typically, it's deployed using a tool

10　called Tyler Deploy. So it's a standard install

11　for all clients.

12　　**Q　　But is that done -- is the software**

13　**downloaded off -- for lack of a better word -- the**

14　**internet or is it physically brought in in some**

15　**sort of a flash drive, an external hard drive or a**

16　**CD and plugged in?**

17　　A　　For ExecuTime, installs are typically

18　done remotely, not using hardware that you

19　mentioned or peripherals that you mentioned.

20　　**Q　　Okay. So you just get on to the computer**

21　**at the customer's location where they're going to**

22　**be hosting it and you access it remotely from**

23　**ExecuTime and download it essentially.**

24　　A　　Not unless they're hosted by Tyler, which

25　there are contracts that are Tyler SaaS.

```
 1        Q      Okay.  So in that case you're -- what is

 2    an install like when it's hosted by Tyler?  They're

 3    just logging into a portal?

 4        A      I've not completed an install myself so I

 5    don't know the actual steps.  There's typically a

 6    secured data center in which a Tyler SaaS client is

 7    installed on.

 8        Q      From the customer's point of view, the

 9    only thing they're doing is going on their computer

10    and opening an internet browser?

11        A      Correct.

12        Q      Okay.  So there's nothing actually

13    installed on their computers?

14        A      No.

15        Q      Okay.  How do they make the decision

16    about that, about whether to access it remotely or

17    to have it installed on their physical devices?

18        A      Typically decided within the contract.

19    However, there have been some cases where the

20    client will speak with the implementation team, get

21    their expertise and switch their contract.

22             So they came to us with a contract of

23    self-hosted and then they switched to a SaaS

24    contract based on maybe some judgment given by the

25    implementation consultant or project manager.
```

```
 1        Q     Okay.  How often has that happened during

 2   your employment?

 3        A     Those particular cases, several times.

 4        Q     More than 10?

 5        A     I'd say approximately that.

 6        Q     Okay.  And over how many years?

 7        A     Three and a half.

 8        Q     Okay.  And are you aware of any projects

 9   in which Ms. Greene made recommendations to switch

10   from self-hosted to remote?

11        A     I do not have a specific client example.

12        Q     So going back to Exhibit 2, Assess and

13   Design, the first arrow I see there, what team is

14   that referring to?  Who does the assessing and

15   designing?

16        A     The implementation team.

17        Q     Okay.  And this is reading the contract,

18   examining what hardwares to be used, location of

19   the install and the functionalities?

20        A     It could also include working with the

21   client on their questionnaire, building a statement

22   of work or solution design.

23        Q     Anything else?

24        A     Creation of an initial project timeline.

25        Q     All right.  What is a questionnaire?
```

```
 1        A      It's a document we provide to the clients

 2   so that we can ask questions related to how their

 3   system will need to be set up.

 4        Q      Is the same questionnaire used for all

 5   clients?

 6        A      Typically, yes.

 7        Q      Okay.  What is a statement of work?

 8        A      That is developed from the questionnaire.

 9   It is typically an agreement between the client and

10   the implementation team on roles and

11   responsibilities, how policies will be set up.

12        Q      Are you talking about the customer's

13   rules and responsibilities for their own employees?

14        A      For people involved in the

15   implementation.

16        Q      Okay.  So who's going to do this, who's

17   going to do that during the implementation?

18        A      Correct.

19        Q      Okay.  What did you mean by "solution

20   design"?

21        A      Another term for statement of work.

22        Q      Okay.  So this is essentially assignment

23   of tasks?

24        A      And a setup of templated for how the

25   application will be set up, pay codes that will be
```

```
 1   used, et cetera.
 2       Q    When you said setting up templates, are
 3   there different categories of templates?
 4       A    Can you describe what you mean by
 5   categories in relation to templates?
 6       Q    No, you said you're setting up templates
 7   and there's obviously different types of templates.
 8   So I'm looking for, to start with at least, the
 9   most general distinctions between types.
10       A    There's no categorization for templates.
11   The template is a responsibility to be set up by
12   the implementation consultant on taking those
13   documents, taking the information they were
14   provided and worked with with the client and their
15   project manager and setting up the system in
16   preparation for training.
17       Q    Okay.  So the customer has purchased
18   certain features, and the plan, the statement of
19   work has to reflect those features; is that fair to
20   say?
21       A    The statement of work would need to
22   include a high level overview of how the system
23   should be set up.
24       Q    And then the templates -- what I'm trying
25   to get at is, the choice between various templates
```

1   or various functionalities that are chosen from in

2   these templates. Where is the decision made? You

3   know, is that something that's in the contract

4   itself or is that something that the customer's not

5   even involved in choosing?

6   A   The decision is made between -- a

7   collaboration between the project manager and the

8   implementation consultant and the client.

9   Q   Okay. So both the project manager and

10   the implementation consultant together?

11   A   They collaborate on this, yes.

12   Q   Okay. The project manager supervises the

13   implementation consultant?

14   A   Currently, yes.

15   Q   Okay. Now, what is the creation of an

16   initial project timeline?

17   A   Those are tasks and hopeful dates

18   assigned so that we can map the project timeline to

19   a go live.

20   Q   Okay. Now, are there standard time

21   frames that specific tasks are supposed to be

22   accomplished within?

23   A   It depends on the client again whether or

24   not they're electing for a training to be done

25   on-site, remotely. Whether or not they requested

1   certain ones be done remotely and certain ones to

2   be done on-site. Whether that was a collaboration

3   and they had decided, hey, I'd like these on-site

4   and then later on with expertise from the

5   implementation consultant, they decided to do them

6   remotely or vice versa.

7   **Q   The choice to do remote training versus**

8   **in-person, is that made in the initial contract?**

9   A   It can be. But it is typical that that

10 is a recommendation from the project team, most

11 specifically the implementation consultant based on

12 interactions with the client. How they feel they

13 would receive and be receptive of the training

14 material.

15   **Q   Okay. What is the project manager's role**

16 **in choosing between remote and in-person training?**

17   A   They can also make a recommendation, but

18 it's typical that is decided by the implementation

19 consultant and the client.

20   **Q   What kind of factors are used to evaluate**

21 **whether a customer should get remote versus**

22 **in-person training?**

23   A   How many hours are included in their

24 contract, how many employees and different groups

25 need to be trained, interworkings with the client,

```
 1   and getting that feel.

 2            Not having a technical term for that, but

 3   working in the business and knowing they're going

 4   to be more receptive and they're going to be

 5   happier at the end if I'm there with them holding

 6   their hand.

 7       Q    All right.  Are you aware of any specific

 8   examples of Ms. Greene making such recommendations?

 9       A    This would have been a daily thing that

10   would be responsible of an implementation

11   consultant.  That is definitely an expectation to

12   say with my resource planning and my schedule, I

13   will need to determine that with each and every

14   client that I work with.

15       Q    Are you aware of any documents that

16   actually reflect her doing that, saying, I

17   recommend that you do this based on this and this

18   and this?

19       A    I'm aware that typically those

20   conversations happen via a telephone call.  We

21   require a scheduling call with the client and they

22   review when they're going to travel, if they're

23   traveling, if they're on-site.  And those types of

24   things are discussed on that scheduling call with

25   the client.
```

1   Q   Who's on a scheduling call?

2   A   Typically the client's project manager

3   and implementation team, the implementation

4   consultant and the project manager.

5   Q   So, again, back to my question: Are you

6   aware of any documents that would actually reflect

7   Ms. Greene making such recommendations?

8   A   I don't have an exact example.

9   Q   So the timeline is created, and then what

10   happens?

11   A   A client must agree upon that timeline.

12   Q   So the customer makes the final call?

13   A   They agree with what was proposed to them

14   for the timeline. Or they object and say "I need

15   to change things."

16   Q   Can you give me examples of when a

17   customer has objected and why?

18   A   Do you need -- this is not specific to

19   her, to Ms. Greene. However, that -- it's common

20   that we collaborate with a client to say, this is

21   what we propose, and they come back and say, "I

22   know that I'm going to have people out, I have

23   blackout dates during this time that you proposed

24   we do on-site training, can we push it a week or

25   two?"

1   Q   Now, before the timeline, the proposed

2   timeline goes to the customer, does it go through

3   the project manager?

4   A   The project manager and implementation

5   consultant typically develop it together.

6   Q   Okay. So up until this point has the

7   implementation consultant done anything

8   independently without supervision by the project

9   manager or review by the project manager?

10   MR. McKEEBY: Object to the form of the

11   question as vague and ambiguous.

12   You can answer.

13   A   We have technical review calls which the

14   implementation consultant could and typically does

15   perform. They also are in receipt of the new

16   contract. They can review that on their own. They

17   can begin research on the client. All of this can

18   be done without the project manager.

19   BY MR. HERRINGTON:

20   Q   They can begin research on the client,

21   what does that mean?

22   A   Reviewing the contract, looking at the

23   project and how it's been set up. Looking to see

24   if they would make any recommendations based on

25   what was the initial contract.

1   Q   Okay. Does the implementation consultant

2   make any decisions that are not reviewed at a

3   higher level?

4   A   On a daily basis.

5   Q   Like what?

6   A   Being on-site for a training with a

7   client, the agenda isn't getting done and they make

8   a decision that they're going to tell the client

9   they need to come back on-site. And working with

10   the client to get that built into the project

11   timeline, stay longer that day maybe, work through

12   lunch if they need to.

13   On-site is wholeheartedly their -- their

14   work to work directly with the client to make sure

15   that they're making progress with the client.

16   Q   Okay. So they'll make changes to the

17   timeline without going through the project manager?

18   A   Typically on-site it could or could not

19   regard timeline changes. If they can fit it within

20   the timeline that's been proposed, that's the

21   preference so that we can keep clients and

22   resources on-site.

23   If a change does need made, there are

24   examples that the implementation consultant will

25   make that recommendation as well.

1   Q   Tell me, what is a technical review call?

2   A   That is where we get on with the client

3   and review questions to set up their system.

4   Are you going to want to use our email

5   system? Do you have an SMTP service?

6   Q   What is that?

7   A   It's an email protocol.

8   Q   Okay. Are the questions that you go

9   through with the client on a technical review call,

10   is that from a master list of questions?

11   A   It can be, but it's up to the discretion

12   of the implementation consultant to know what

13   questions to ask, what not to ask, what to

14   elaborate on.

15   Q   What kind of questions could be omitted?

16   A   If they did not purchase time clocks,

17   maybe the implementation consultant could say, how

18   are you going to be logging in your time? I'd make

19   a recommendation you add time clocks. Or you don't

20   have them on your contract, we're not going to

21   discuss that.

22   Q   Are you aware of any instances of

23   Ms. Greene making a recommendation that someone

24   purchase time clocks?

25   A   I don't have an exact example.

1   Q   Going back to Exhibit No. 2, Assess and

2   Design. Is there anything we haven't discussed

3   already that's in -- that would be under the

4   umbrella of assess and design?

5   Any steps in a typical project or have we

6   come to the end of assess and design phase?

7   A   Assess typically goes throughout the

8   entire life-style -- life span of the project.

9   Design we've discussed.

10   Q   Okay. Well, okay, so where does install

11   begin? That's when you send it to the deployment

12   team?

13   A   Correct.

14   Q   Okay. Now, are you as a project manager

15   involved in the install or -- or does the

16   deployment team simply report back to you once it's

17   been installed?

18   A   If there are issues, the project manager

19   and the implementation consultant are kept

20   up-to-date about those. Maybe the client didn't

21   have the server ready when they needed to, that

22   would be an example.

23   Q   Okay. This second arrow labeled

24   "Install," is that a fairly discrete short phase of

25   the physically installing it and then moving on to

```
 1   training?

 2       A    These are very high level and an example.

 3   And some of these can intersect throughout the

 4   entire project.

 5       Q    Okay.  Well, other than being updated on

 6   how the installation is going and any stumbling

 7   blocks that have been encountered in the

 8   installation, does the implementation consultant

 9   have any further role in the actual install?

10       A    Install can also encompass making sure

11   that the client gets logged into the system and has

12   user capabilities to log in and verify installation

13   as well.

14       Q    Now, when Ms. Greene started, she was

15   hired by ExecuTime as a project manager, correct?

16       A    I believe so, project manager/trainer.

17       Q    Okay.  Now, her job title changed to

18   implementation consultant, correct?

19       A    It did.

20       Q    Okay.  Now, some of the people who were

21   project managers stayed project managers with

22   Tyler, correct?

23            And essentially the people who were

24   designated by ExecuTime as project managers, some

25   of them became -- some of their titles changed to
```

```
 1    implementation consultant and some did not; is that

 2    correct?

 3        A     I believe it was senior project manager

 4    that stayed that way.

 5        Q     So what was the project manager became a

 6    senior project manager?

 7        A     No, a senior project manager stayed a

 8    senior project manager.

 9        Q     Okay.  And did project managers -- so all

10    project managers from ExecuTime became

11    implementation consultants for Tyler?

12        A     I'm not aware of that.

13        Q     Okay.  Do you know someone named MyKeya

14    Henderson?

15        A     I do.

16        Q     Okay.  Now, was she employed by ExecuTime

17    as well?

18        A     She was.

19        Q     Okay.  At the beginning?

20        A     Yes.

21        Q     And what was her position at that time?

22        A     I don't recall.

23        Q     Okay.  Now, she was promoted to project

24    manager at some point?

25        A     She was.
```

```
 1        Q    Okay.  So she was an implementation

 2   consultant for Tyler at some point as well?

 3             MR. McKEEBY:  After the acquisition?

 4   BY MR. HERRINGTON:

 5        Q    After the acquisition, yeah, obviously

 6   because Tyler -- yeah.

 7        A    Yes.

 8        Q    Okay.  So she was an implementation

 9   consultant.  Do you know approximately when she was

10   promoted?

11        A    I don't have the exact date.

12        Q    Okay.  Do you know what year?

13        A    I don't.

14        Q    Okay.  So the install can also include

15   checking to make sure that the customer can access

16   the software and has -- I suppose it starts with

17   just an administrator login, is that the first

18   step?

19        A    There is an administrator login.

20        Q    Uh-huh.

21        A    Other users can be created.

22        Q    Okay.  Are ExecuTime employees involved

23   in creating those profiles or does the customer do

24   it themselves?

25        A    It would be a collaboration.  It could be
```

1   both.

2   Q   Could it be either/or?

3   A   Typically, the implementation consultant

4   would be responsible for that. And then train the

5   client staff on how to maintain and manage those.

6   Q   Do different employees of the customer

7   get different levels of access to ExecuTime

8   software?

9   A   Based on their preference, yes.

10   Q   The customer's preference?

11   A   Correct.

12   Q   Okay. Are there standard levels of

13   access that can -- that you could label?

14   A   The client chooses what they're labeled.

15   Q   Okay. Are there a certain number of

16   different levels of access that correspond to

17   certain areas within the software?

18   A   Not a certain level, but each one can be

19   designated to a specific security and access.

20   Q   So specific functions can be assigned to

21   specific profiles?

22   A   Correct.

23   Q   Okay. Anything else happening in

24   installation after that point?

25   A   Not that I recall.

 1   Q   Okay. So training would begin next?

 2   A   Overlap of assess and design would

 3   continue --

 4   Q   Uh-huh.

 5   A   -- to take the questionnaire and the

 6   solution design and prepare for training. Set up

 7   the templates we discussed.

 8   Q   What about prior to training identifying

 9   problems with the software? We talked about that

10   briefly. But there's a concept of writing a

11   ticket, correct?

12   A   Yes.

13   Q   Then that would be noting some sort of

14   technical problem that gets passed on to technical

15   employees of Tyler?

16   A   If there was an issue.

17   Q   Okay. Is that part of the install

18   process, too, or is that part of assess and design?

19   A   It can overlap.

20   Q   When the training, is that -- is training

21   done sitting side by side with a customer at their

22   own computer, you know, using their real software

23   or is it done, for example, with sort of a mockup?

24   A   It uses their own software.

25   Q   Okay. So training is done all on their

 1   own software?

 2   A   Correct.

 3   Q   Not on a template or a mockup?

 4   A   Correct, it is on their software.

 5   Q   Has that been the case the entire time?

 6   A   They have their own environments and we

 7   utilize those.

 8   Q   Okay. I've seen a lot of training videos

 9   where Ms. Greene has, you know, recorded her actual

10   trainings, and she'll write, you know, a user --

11   set up a user called Joe Hourly. Is she doing that

12   in the customer's actual software?

13   A   Yes.

14   Q   Okay. So screen shots are not used in

15   training?

16   A   Not typically.

17   Q   ExecuTime sells the license to the

18   software along with the servicing of it and

19   installation, for example. Does it make money in

20   any other way?

21   Does it -- you know, are its revenues

22   generated from anything else other than the

23   licensing of software and servicing of it?

24   A   I'm not sure.

25   Q   Okay. Does Tyler actually -- I

1   understand that Tyler upgrades and develops

2   software, but does it create any of the soft --

3   create software from the ground up?

4   MR. McKEEBY: Object to the form of the

5   question.

6   You can answer if you understand.

7   A   ExecuTime was created from the ground up,

8   but Tyler did acquire that. As far as any outside

9   from the ground up, I'm not aware.

10 BY MR. HERRINGTON:

11   Q   Are you aware of any -- any of the

12 software that we've discussed today that Tyler

13 built itself from the beginning versus acquired it

14 from another company?

15   MR. McKEEBY: Object as outside the scope

16 of the corporate topics -- corporate representative

17 topics.

18   You can answer if you know.

19   A   It's an assumption, but I believe that

20 Tyler Munis was. But that's a personal response.

21 BY MR. HERRINGTON:

22   Q   On Topics No. 2 and 3 on the notice of

23 deposition, you'll see that we've asked about, you

24 know, the percentage share of revenues derived from

25 implementation consulting services and from project

```
 1    management implementation, consulting go live and

 2    technical support services.

 3             Is there any information you can give me

 4    about those topics about how much of Tyler's

 5    revenues come from the implementation consultant

 6    work?

 7        A    We don't track it this way.

 8        Q    Now, an implementation consultant may

 9    escalate a problem that a customer has identified

10    to another department, correct?

11        A    Yes.

12        Q    Okay.  How does an implementation

13    consultant choose whether to escalate a problem?

14        A    They are typically expected to perform

15    trouble-shooting steps themselves, try the things

16    that they may have recorded, is this set up

17    correctly, did I add the file where I needed it to

18    go.

19             I'm speaking strictly in this example

20    about integration that needed to happen between

21    payroll data and ExecuTime.

22             Is it coming over how it should be coming

23    over.  And if it's not and I've done all of those

24    steps to the best of my ability and what I know as

25    an implementation consultant, I would escalate to a
```

```
 1   technical service manager or a team member.

 2        Q    So they would do it if they cannot solve

 3   the problem themselves?

 4        A    Correct.

 5        Q    Okay.  Now, you talked about integration.

 6   So my understanding is that their payroll data may

 7   be kept in non-ExecuTime software?

 8        A    Correct.

 9        Q    Okay.  And it needs -- the two software

10   need to communicate with each over?

11        A    Yes.

12        Q    And the payroll data needs to be

13   populated into ExecuTime?

14        A    By preference, yes.

15        Q    Okay.  You know, are there standard types

16   of files that -- like industry standard files that

17   -- file types that, you know -- that time and

18   payroll software typically use so they can

19   communicate with each other?

20        A    Tyler specifically.

21        Q    No, I just mean -- I mean, you can't

22   control what type of payroll software your client

23   had preexisting, correct?

24        A    I cannot control that, no.

25        Q    Yeah.
```

1   So I assume that Tyler's time and pay

2   software -- or Tyler time and attendance software

3   is designed so that it can -- it can understand

4   data coming from lots of different types of

5   software?

6   A   Yes, and different integrations are set

7   up specifically to many different payroll systems.

8   Q   Okay. But do different payroll systems,

9   do they speak a common language that can, you know,

10   that can be understood between them? Is the data

11   organized in ways that -- that is common to all of

12   them?

13   A   There are different intricacies about

14   each payroll system, specifically ones that are

15   Tyler payroll systems as well that we have

16   integrations. And there are several different ways

17   to connect and gather that data.

18   Q   Okay. And is that part of the deployment

19   team's job to make sure that they can talk to each

20   other?

21   A   Not typically.

22   Q   Who does that?

23   A   The implementation consultant.

24   Q   Okay. So the implementation consultant

25   has training on lots of different payroll systems

1   used in the industry?

2   A   They have knowledge on several payroll

3   systems, but what they do have is knowledge on and

4   access to how that data integrates with ExecuTime.

5   Q   Okay. Can they choose to make changes to

6   the payroll system, to the customer's payroll

7   system rather than to make changes to ExecuTime?

8   A   They can work with the client to

9   recommend changes based on how it would work within

10   ExecuTime.

11   Q   Okay. Are you aware of any instances of

12   Ms. Greene ever doing that?

13   A   I am aware of her working with clients to

14   say terminated employees aren't -- are coming over

15   still and that shouldn't be. We don't want

16   terminated employees to come into ExecuTime. And

17   working with the client directly to trouble-shoot

18   why that was happening.

19   Q   Can you tell me a specific project that

20   happened on?

21   A   Turlock, California.

22   Q   Okay. I noticed that -- that Turlock and

23   Hendersonville are two projects that Tyler produced

24   documents relating to.

25   A   Yes.

1   **Q   Okay. Why were those projects chosen**

2   **particularly out of the 300 that she worked on?**

3   A   They were recent projects and they were

4   on the list. Much like the contracts that were

5   provided to you, there wasn't a specific use case

6   for those.

7   **Q   So can you guarantee that those projects**

8   **are representative of what kind of advice she might**

9   **have been giving throughout her employment from the**

10   **very beginning, given that they were chosen with no**

11   **rhyme or reason?**

12   MR. McKEEBY: Object as mischaracterizing

13   her testimony.

14   MR. HERRINGTON: Those were her words

15   earlier.

16   MR. McKEEBY: No rhyme or reason? Not

17   respect to those projects, that was with respect to

18   the contracts. So you are mischaracterizing her

19   testimony.

20   BY MR. HERRINGTON:

21   **Q   And you said that you chose these much**

22   **like the contracts that were produced?**

23   MR. McKEEBY: She didn't use those terms.

24   Anyway, you can answer.

25   A   Can you repeat the question, please?

```
 1   BY MR. HERRINGTON:

 2        Q    When these documents relating to

 3   Hendersonville and Turlock were produced to us,

 4   were they cherrypicked to show specific things that

 5   Ms. Greene did that would support your defenses?

 6             MR. McKEEBY:  Object to the form of the

 7   question as outside the scope of the notice.

 8             You can answer if you know.

 9   BY MR. HERRINGTON:

10        Q    Was Turlock project chosen for production

11   for the reason that the company believed that it

12   would show the exercise of discretion and

13   independent judgment rather than because it was

14   representative of Ms. Greene's work as a whole?

15             MR. McKEEBY:  Same objection, outside the

16   scope of the notice.

17             And you can answer if you know.

18        A    I would describe her duties, primary

19   duties as judgment and therefore --

20   BY MR. HERRINGTON:

21        Q    That's not my question.

22        A    I would believe that I picked --

23             MR. McKEEBY:  Let her finish.  I agree,

24   but let her finish.

25        A    I believe --
```

1   BY MR. HERRINGTON:

2   **Q   You can say whatever you want when he**

3   **redirects you at the end. I want you to answer the**

4   **question that I asked.**

5   MR. McKEEBY: Well, she can also finish

6   her answer in response to yours. You can then tell

7   her it's not responsive and ask for a follow-up

8   question, but you can't interrupt her and tell her

9   to stop talking.

10   A   I believe I picked Turlock because it was

11   a great use case. They were a great client. They

12   had a reasonable -- a great implementation. And

13   they are a client that is a reference of Tyler, and

14   the implementation that was done.

15   BY MR. HERRINGTON:

16   **Q   How many different projects did you look**

17   **at before deciding to produce Hendersonville and**

18   **Turlock documents?**

19   A   I don't have an exact number that I

20   looked at.

21   **Q   Do you have an approximate number?**

22   A   50.

23   **Q   If you were looking at 50 different**

24   **projects, why didn't you just produce all the**

25   **documents you looked at?**

 1   MR. McKEEBY: Object to the form of the

 2   question and object as outside the scope of the

 3   notice.

 4   You can answer, if you know.

 5   A   I chose the projects that were given

 6   because it met the request of the scope.

 7   BY MR. HERRINGTON:

 8   **Q   Did you produce all of the documents**

 9   **showing Ms. Greene's work on the Turlock and**

10   **Hendersonville projects?**

11   MR. McKEEBY: Again, object to the form

12   of the question as outside of the scope of the

13   notice.

14   You can answer, if you know.

15   A   I produced -- I did not. I produced what

16   was requested.

17   BY MR. HERRINGTON:

18   **Q   How often did Ms. Greene make**

19   **recommendations to Tyler's customers about making**

20   **changes to their payroll systems?**

21   A   I don't have a specific example. I would

22   say that it would depend upon the client and the

23   payroll system that they had.

24   It was an implementation consultant's

25   duty to make sure at the end the client was happy.

1   And if that required a payroll change, whether it

2   be simple or larger, then that would be

3   recommended.

4   **Q   Are you aware of any specific instances**

5   **other than Turlock?**

6   MR. McKEEBY: For Ms. Greene?

7   BY MR. HERRINGTON:

8   **Q   For Ms. Greene?**

9   A   I do not have examples.

10   **Q   So in the 50 other projects that you**

11 **reviewed, that was the only one you could find; is**

12 **that correct?**

13   MR. McKEEBY: Object to the form of the

14 question as mischaracterizing previous testimony.

15   You can answer.

16   A   That is not correct.

17 BY MR. HERRINGTON:

18   **Q   Okay. So you did see her making**

19 **recommendations to change software in other**

20 **projects?**

21   A   Possibly. I did not search for that

22 description.

23   MR. McKEEBY: Can we go off the record

24 for a second?

25   MR. HERRINGTON: Sure.

```
 1              (Off the record.)

 2              (Lunch recess.)

 3

 4                  *   *   *   *   *

 5

 6              (Deposition Exhibit 4 marked.)

 7    BY MR. HERRINGTON:

 8         Q    Ms. Pasch, I've given you a document

 9    labeled Plaintiff's Exhibit 4.  Can you tell me if

10    you recognize it?

11         A    I do.

12         Q    And what is it?

13         A    An implementation consultant job

14    description.

15         Q    Now, I see a date at the top 1/1/11.  Do

16    you see that?

17         A    I do.

18         Q    And that's the date this document was

19    created?

20         A    I would assume.

21         Q    Okay.  Is this a document that accurately

22    describes Ms. Greene's job?

23         A    An implementation consultant?

24         Q    Uh-huh.

25         A    As job duties -- job descriptions do,
```

```
 1    yes.

 2         Q    Was it an accurate description of all the

 3    implementation consultants at Tyler Technologies?

 4         A    I believe so.

 5         Q    As a matter of fact, this was created

 6    before Tyler acquired ExecuTime, correct?

 7         A    If it was created on 2011, yes.

 8         Q    Okay.  What is a data mapping process

 9    that's referenced at the third bullet point?

10              Is that what we talked about earlier,

11    integrating payroll with time and attendance?

12         A    I would assume so.

13         Q    And product conversion would refer to

14    converting the data over to ExecuTime?

15         A    Typically.

16         Q    Okay.  What is the client SharePoint site

17    that's referenced in the fifth bullet point from

18    the bottom under Principal Duties?

19              MR. McKEEBY:  What bullet?

20              MR. HERRINGTON:  The fifth from the

21    bottom of Principal duties.  It ends with "and

22    updating the client's SharePoint site."

23              MR. McKEEBY:  All right.

24         A    To my knowledge, this is where client

25    documents, project timelines, typically would be
```

 1   stored. ExecuTime didn't necessarily use that.

 2   BY MR. HERRINGTON:

 3   Q   Okay. Is it like a portal for the

 4   clients to access their -- their Tyler-related, you

 5   know, documents?

 6   A   Before an implementation, I believe, yes.

 7   Q   What is QA Staff referenced in the third

 8   from the bottom bullet point under Principal

 9   Duties?

10   A   Quality assurance staff.

11   Q   Yeah, who are they?

12   A   Typically development staff.

13   Q   Okay. So we talked about different teams

14   earlier. There was -- you know, we had the sales

15   reps and then we had the management, the

16   implementation management people.

17   A   Uh-huh.

18   Q   And then the implementation team. We had

19   the installation team, was it?

20   A   Deployment.

21   Q   Deployment team.

22   So where are the QA located? Are they a

23   different team?

24   A   They are in the development team.

25   Q   So development team is a separate team?

1   A   Of ExecuTime.

2   **Q   Okay. Do they have a point in time in**

3 **the project timeline or are they overarching over**

4 **the whole lifetime of the project?**

5   A   They're separate from implementation.

6 They develop the product itself.

7   **Q   Okay. So they're really not -- do**

8 **implementation consultant's...**

9   **Okay. So if an implementation consultant**

10 **is assisting QA staff, it's not related to a**

11 **specific customer project?**

12   A   It could be if a client was awaiting an

13 item that was in quality assurance.

14   **Q   So would this be like a functionality**

15 **that had not been previously designed?**

16   A   Or a fix to a bug.

17   **Q   Can you give me examples of what an**

18 **implementation consultant might do to assist QA**

19 **staff?**

20   A   If a version was under what is called an

21 RC or release candidate of ExecuTime, they could

22 potentially test a bug that previously existed in

23 an alternate version to make sure it worked before

24 presenting it to the client.

25   **Q   So it would be a preexisting -- an**

1   already known bug?

2   A   In that particular example, yes.

3   Q   Okay. Any other examples?

4   A   No. Functionality that comes out with a

5   version, testing it to make sure that it fits in

6   the software.

7   Q   Okay. Would that be connected with a

8   particular customer project?

9   A   Not necessarily.

10   Q   Are you aware of Ms. Greene ever doing

11   that?

12   A   This would have been a common job of an

13   implementation consultant?

14   Q   Okay. Are you aware of any documents

15   that reflect her doing that?

16   A   I don't know.

17   Q   Now, on the seventh bullet point down, it

18   says: Create customer ports or customize existing

19   reports to satisfy client requirements.

20   What are custom reports -- or what are

21   reports rather?

22   A   Reports are typically pulled from data

23   that's within a client's software. An example

24   would be access security report in ExecuTime, who

25   had roles assigned to them, how do I set those

1 parameters, and that is what she would assist with.

2   Q   **Would she decide who would have access to**

3 **different parameters?**

4   A   She would work with the client to decide

5 security role-wise who had access to different

6 reports.

7   Q   **What kind of criteria would be used to**

8 **decide that?**

9   A   Based on whether or not the employee --

10 who was assigned to the role would need access to

11 that particular report.

12   Q   **But who would decide if they need access?**

13   A   The client would, with her tutelage.

14   Q   **Do you have any knowledge of examples of**

15 **her giving tutelage?**

16   A   That would have been throughout an

17 implementation cycle. Reports are covered through

18 various trainings.

19   Q   **Okay. But are you aware of any specific**

20 **documents that would actually memorialize her**

21 **giving that advice?**

22   A   I'm not aware of specific documents.

23   Q   **I notice on the second page under**

24 **Education, Experience, Special Skills, it doesn't**

25 **require any previous experience using time and**

```
 1   attendance software; is that correct?

 2        A    It does not list that.

 3        Q    Okay.  Is that, in fact, a requirement?

 4        A    It's not a requirement.

 5        Q    Okay.  Do you know if any implementation

 6   consultants have been hired who did not have

 7   knowledge of principles and concepts in accounting

 8   prior to their employment with Tyler?

 9             MR. McKEEBY:  Object to the question as

10   outside the scope of the corporate representative

11   notice.

12             I'll allow you to -- you can answer.

13        A    I do not know.

14   BY MR. HERRINGTON:

15        Q    What computer systems are -- are they --

16   you know, it says computer systems and Microsoft

17   office products.  What kind of computer systems are

18   required for someone to be hired as an

19   implementation consultant?

20        A    Familiarity with a Microsoft operating

21   system.

22        Q    You mean Windows?

23        A    Correct.

24        Q    Is that it?

25        A    There could be others.
```

1   Q   Well, are there others for the hiring of

2   an implementation consultant?

3   A   Familiarity with use of web browsers

4   would also be one of them since our product is web

5   browser based.

6   Q   Okay.

7   (Deposition Exhibit 5 marked.)

8   BY MR. HERRINGTON:

9   Q   I'm handing you a document that's been

10   marked as Plaintiff's Exhibit No. 5.

11   MR. McKEEBY: This was produced by you

12   guys?

13   MR. HERRINGTON: It was.

14   MR. McKEEBY: Okay.

15   BY MR. HERRINGTON:

16   Q   So these were pay stubs that we produced

17   in discovery. Can you tell me if Tyler maintains

18   similar documents for the entirety of Ms. Greene's

19   employment?

20   I'll just represent that if -- they

21   weren't produced. We didn't get any additional pay

22   stubs. These are just a few that she had access to

23   and I'm wondering, you know, why we don't have her

24   complete payroll documents?

25   MR. McKEEBY: So your question is, does

```
 1   Tyler have the complete payroll documents?
 2              MR. HERRINGTON:  Uh-huh.
 3              MR. McKEEBY:  Okay.  You can answer.
 4        A    I don't know, but I would assume so.
 5   BY MR. HERRINGTON:
 6        Q    Okay.  Do you know of any specific reason
 7   why they haven't been produced?
 8        A    I do not.
 9              MR. McKEEBY:  Do you want us to check on
10   that, Matt?
11              MR. HERRINGTON:  I would.
12              MR. McKEEBY:  I will do that.
13              MR. HERRINGTON:  But I'll have -- I'm
14   going to have a list of stuff after to follow up
15   on, so...
16              MR. McKEEBY:  That's fine.  But this will
17   give me something to be able to send around and
18   say, hey, can we get the rest of them that look
19   like this.
20              (Deposition Exhibit 6 marked.)
21   BY MR. HERRINGTON:
22        Q    All right.  Next, would you please look
23   at the document labeled No. 6.  And could you
24   identify it for me, please?
25        A    This is the 2017 ExecuTime Implementation
```

```
 1   Incentive Compensation Plan.
 2        Q    Is this not the same plan that was in
 3   place in 2016?
 4        A    Because it's a Tyler document, I would
 5   assume no.
 6        Q    Okay.  Are you aware if -- was a
 7   comparable plan in place in 2016?
 8             MR. HERRINGTON:  Off the record.
 9             (Off the record.)
10   BY MR. HERRINGTON:
11        Q    Did Tyler -- or did ExecuTime and Tyler
12   -- or Tyler have a comparable incentive plan in
13   place in 2016?
14        A    I believe Tyler did, yes.
15        Q    Okay.  Now, this plan applies only to
16   ExecuTime implementation consultants?
17        A    This one, correct.
18        Q    The references under No. 2 on the bottom,
19   Implementation Managers.  What is that?
20        A    That would also be referred to as
21   managers of implementation which was referenced
22   before.
23        Q    Okay.  So above the project manager?
24        A    Correct.
25        Q    Okay.  So this is not just for
```

1   implementation consultants, it's for the entire

2   implementation team?

3   A   Correct, implementation incentive

4   compensation plan.

5   Q   Yeah.

6   Okay. Turning to the second page, I see

7   Work Type -- columns Work Type, Description. I

8   think those are fairly self-explanatory. Can you

9   explain what the other columns mean?

10   A   The third column means project manager of

11   time and attendance.

12   Q   Uh-huh.

13   A   Project manager of advanced scheduling.

14   And project manager tech implementation consultant

15   for time and attendance.

16   Q   What is that?

17   A   And that would be what team they're under

18   and if they're eligible for the work type.

19   Q   No, I mean, what is the project manager

20   for tech?

21   A   There used to be a separate team that was

22   under implementation that was technical.

23   Q   Okay. So during Ms. Greene -- during at

24   least a portion of Ms. Greene's employment?

25   A   Correct.

1   Q   Okay. Now, how did -- what job duties

2   did that team have that -- and where are they now?

3   Where did those duties go to?

4   A   They would have at the time been

5   responsible for initial server deployments, payroll

6   integration imports and technical trouble-shooting

7   assistance.

8   Q   Okay. So that team no longer exists?

9   A   Under ExecuTime, correct.

10   Q   Okay. So what happened to their duties?

11   Where did they go? Where were they transferred to?

12   A   The initial server deployment was

13   transferred to the deployment team. And the

14   payroll integration import, depends, but it's

15   throughout the implementation team and the

16   technical services team.

17   Q   Did the implementation consultant take on

18   any responsibilities that the project manager of

19   tech had previously?

20   A   They would work in collaboration with the

21   project manager for time and attendance to obtain

22   sign-offs on the integration. They would prep for

23   integration. And dependent upon the type of

24   integration, they would perform the integration.

25   Q   Okay. Let's keep going through the

```
 1    columns.  The next one is Implementation Consultant

 2    for Time and Attendance.  This is the fourth,

 3    right?

 4         A    Yes.

 5         Q    And then the next one?

 6         A    Implementation Consultant for Advanced

 7    Scheduling.

 8         Q    Uh-huh.

 9         A    The estimated billable days.  And it

10    supports a billable milestone.

11         Q    And what does that mean?

12         A    Each milestone at this point was given a

13    percentage based upon the work that was completed.

14    The top example for solution design and timekeeping

15    was 20 percent due at a project design and hardware

16    install, which at the time was when we would bill

17    the client based on a milestone contract.

18         Q    So was there a new incentive plan

19    designed after the tech team was done away with?

20         A    I am not aware of that.

21              MR. HERRINGTON:  Okay.  That's something

22    that we'd want, too, if it, in fact, happened

23    during her employment.

24    BY MR. HERRINGTON:

25         Q    Tell me the difference between the time
```

 1   and attendance implementation consultant and the

 2   advanced scheduling implementation consultant. Is

 3   it just a difference of which modules they can work

 4   with?

 5   A   Correct.

 6   Q   Okay. What was Ms. Greene?

 7   A   She started with the advanced scheduling

 8   team when she was hired.

 9   Q   Uh-huh.

10   A   And then moved to the time and attendance

11   team.

12   Q   How long was she on advanced scheduling?

13   A   I don't know the exact time.

14   Q   Do you know if it was less than a year?

15   A   I do believe so.

16   Q   Are the two type of implementation

17   consultants compensated differently?

18   A   No.

19   Q   But the advanced scheduling consultants

20   have to be able to work with time and attendance as

21   well?

22   A   They need to know certain things about

23   the product to be able to support it. They're the

24   second module to be implemented.

25   Q   So the two modules are implemented at

 1   different times?

 2   A   They can be.

 3   Q   Okay. Do they have separate timelines?

 4   A   Typically.

 5   Q   Okay. So the advanced scheduling

 6   consultant would not necessarily -- the first part

 7   would be finished to a certain degree before they

 8   would get involved?

 9   A   A certain portion of the project would

10   need to be completed, yes.

11   Q   Okay. Now, all of the work types here,

12   are these all billable types of work?

13   And let me back up for a second.

14   Tyler implementation consultants track

15   both billable and nonbillable time, correct?

16   MR. McKEEBY: Object to -- well, object

17   to the form of the question.

18   You can answer. It's -- you can explain

19   it to him why his question may be difficult if it

20   is.

21   A   It depends upon the stage of -- that

22   you're referring to.

23   BY MR. HERRINGTON:

24   Q   Okay. Can you explain how it would be

25   different in different stages?

1   A   Up to a certain point we did require that

2   as we required at least 40 hours to be submitted on

3   a time sheet. So nonbillable time could have been

4   recorded. Maybe not everything, although, we asked

5   for everything.

6   **Q   Uh-huh.**

7   A   And then we moved to a model where we

8   just wanted tracking of billable time, potential

9   rework time, and what you asked about it being

10   billable or not, and rework would not be.

11   **Q   Rework was fixing something that was done**

12   **incorrectly?**

13   A   Correct.

14   **Q   So an error that was not due to the**

15   **client?**

16   A   Yeah.

17   **Q   Okay. Do you know when that change**

18   **happened, the timekeeping change?**

19   A   November of 2018.

20   **Q   Okay. So are all of the types of work**

21   **listed here time that would be billed to the**

22   **client?**

23   A   No.

24   **Q   Okay. What would not?**

25   A   Integration rework.

```
 1      Q     Where is that?

 2      A     Page 5 of 6.

 3      Q     Okay.

 4      A     And IC or PM rework, Page 4 of 6.

 5      Q     And the "no" or "yes" means that the time

 6   spent on this counts towards incentive bonuses?

 7      A     Whether or not they were eligible at the

 8   time.

 9      Q     Okay.  So nobody would be eligible for

10   incentive bonuses based on time spent on rework?

11      A     Typically, no.

12      Q     Now, let's look -- if you compare the two

13   types of implementation consultants throughout this

14   chart, they're all identical except for one, the

15   Time Device Training; is that correct?

16            MR. McKEEBY:  Where is that one?

17   BY MR. HERRINGTON:

18      Q     I'm sorry, on 4.  But I want you to read

19   the whole thing, confirm that's the only one that's

20   different.

21      A     No.

22      Q     That's not the only one?

23      A     No.

24      Q     Did I miss something?

25            Supervisor Training Session.  Okay.
```

```
 1   That's different as well?

 2        A     Correct.

 3        Q     Those are the only two?

 4        A     Listed on this document, yes.

 5        Q     Okay.  So under this incentive plan?

 6        A     Correct.

 7        Q     Okay.  Are you aware of the reasoning

 8   behind that distinction between the two types?

 9        A     For supervisor training, the time and

10   attendance would likely not train on the advanced

11   scheduling modules.

12        Q     Okay.  That makes sense.

13        A     And for time device training, typically

14   those were set up prior to advanced scheduling's

15   implementation.  They needed to be to get the

16   people to login to be paid for clocking their time.

17        Q     Now I'm really confused.  It looks like

18   the time and attendance consultants are the ones

19   eligible for incentive pay based on time spent on

20   supervisor training on advanced scheduling.  Are

21   those "yes" and "no" backwards?

22              Because the time and attendance

23   consultant shouldn't even be working on advanced

24   scheduling, right?

25        A     One moment.
```

1   Q   Uh-huh.

2   A   I'm not certain why that's the case on

3   this document.

4   Q   Okay. Is it possible that that's a

5   mistake?

6   A   It could just be I don't have the

7   knowledge as to the advanced scheduling side with

8   relation to this incentive plan.

9   Q   But you can confirm that typically you

10 wouldn't expect a time and attendance consultant to

11 work on advanced scheduling?

12   A   Typically not. It could happen.

13   Q   And you typically would not expect an

14 advanced scheduling consultant to work on time

15 device training?

16   A   Correct.

17   Q   Okay. All right. I'm going to hand you

18 two documents, Nos. 7 and 8.

19   (Deposition Exhibit 7 and Exhibit 8

20   were marked.)

21 BY MR. HERRINGTON:

22   Q   All right. So take a moment to look

23 through these.

24   My first question is, these are both

25 related to a project that Ms. Greene worked on in

```
 1   Hendersonville, Tennessee.  And I'd like you to

 2   confirm that as to both documents.

 3       A    Correct.

 4       Q    Okay.  Can you generally describe what

 5   these two documents are to help me understand them?

 6       A    Exhibit No. 7 is an account of

 7   professional service, including the breakdown of

 8   hours, the task which went to those hours, who it

 9   was performed by, and what the duration of hours

10   were.

11       Q    Is this all of the tasks performed in

12   that -- from February 5th, 2018, through October

13   18th, 2018, on the Hendersonville project?

14       A    It should have been tracked that way,

15   yes.

16       Q    Okay.  So this document is intended to be

17   complete for all Tyler employee billable time on

18   that project?

19       A    All ExecuTime.

20       Q    Well, yes.

21       A    Yes.

22       Q    Okay.

23       A    Not necessarily the project, but from

24   February on.  This project began before February.

25   It was not tracked this way before then.
```

```
 1        Q     I see.

 2              How was it tracked before February of

 3   2018?

 4        A     I'm not quite sure.

 5        Q     Let's look at Document No. 8.

 6        A     Okay.

 7        Q     And can you explain -- I mean, there's --

 8   I see two parts.  Starting on Bates Page 322, I see

 9   messages between people.

10              Prior to that, from 316 to 322, I see a

11   list of what I understand to be tasks or tickets,

12   ticket numbers or something like that.  Can you

13   explain what I'm looking at on that first -- the

14   first section?

15        A     Are you referring to the status

16   underneath XTNI-5679 on the first page or are you

17   referring to the subtasks?

18        Q     Okay.  Let's just describe the document

19   as a whole first.

20        A     This document was created from Jira,

21   J-I-R-A, which is a ticket tracking system that

22   ExecuTime and Tyler Technologies after acquisition

23   utilized to track all the subtasks that would go

24   into a project and additionally are added based on

25   a consultant needing to add them.
```

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```
 1        Q     Now, did you create this document?

 2        A     I printed this document.

 3        Q     Okay.  So it's based on information in

 4   your system that you exported into this?

 5        A     Correct.

 6        Q     Okay.  How long did it take you to export

 7   this info into this document?

 8        A     I don't recall.

 9        Q     You mean if you walked up to your

10   computer at work, how long would you expect it to

11   take you to go in and make a copy of this from

12   scratch?

13        A     The actual procedure, 15 minutes.

14        Q     Okay.  I see Attachments here, Project

15   Meeting Notes.  Are those included in -- is that

16   represented in the comments that I see in the last

17   several pages or are they just not here?

18             MR. McKEEBY:  Where is the reference to

19   attachments?

20             MR. HERRINGTON:  Third of the way down

21   the first page.  Hendersonville Project Meeting

22   Notes and Project Timeline Notes.

23             MR. McKEEBY:  Gotcha.

24        A     Comments are separate from attachments.

25   BY MR. HERRINGTON:
```

1   Q   Okay. So those were not produced to us,

2   correct?

3   MR. McKEEBY: The attachments.

4   A   The attachments were not.

5   BY MR. HERRINGTON:

6   Q   Okay. I see a field at the top called

7   Priority Medium, correct?

8   A   Correct.

9   Q   What does that mean?

10   A   Jira assigns a project priority. We did

11   not utilize that.

12   Q   So everything's medium?

13   A   Everything would be printed out likely

14   medium, yes.

15   Q   Are there any other fields here that are

16   simply not utilized?

17   A   Votes.

18   Q   Uh-huh.

19   A   And estimates could or could not be used.

20   Q   So in this case is it safe to say that

21   Remaining Estimate was not used?

22   A   Correct.

23   Q   And Original Estimate was not used?

24   A   Correct.

25   Q   Okay. Time Spent, whose time is that

```
 1   referring to?

 2       A    Are you talking about the --

 3       Q    Oh.

 4       A    -- sum of time spent or the second time

 5   spent?

 6       Q    You're right, I didn't see -- what is

 7   sigma of time spent?

 8       A    I'm assuming that means sum of time

 9   spent.

10       Q    Okay.  So on this project 5 weeks, 3

11   hours and 59 minutes of work had been performed?

12       A    That were acted for in the Jira ticket,

13   not necessarily outside of it.

14       Q    What would not be on the Jira ticket?

15       A    Time not added by the implementation

16   consultant or project manager for some reason.

17       Q    So work -- you mean added as in not on a

18   ticket?

19       A    Correct.

20       Q    So tickets we referred to earlier for

21   trouble-shooting?

22       A    Tickets in Jira are separate than

23   trouble-shooting tickets.

24       Q    I see, okay.  So what are tickets in

25   Jira?
```

1   A   They're subtasks that are typical to an

2   implementation project with the addition of tickets

3   that are needed based on the discretion of the

4   implementation team.

5   Q   Okay. Under Assignee in this list of

6   tickets, I see some of them are blank. Any idea

7   there why?

8   A   No.

9   Q   Now, I see a lot of ellipsis under

10 Summary. So from this document we can't actually

11 read the full description of what the ticket --

12 what the substance of the ticket was, correct?

13   A   Correct.

14   Q   Okay. Is that something you would be

15 able to run this again so that it would actually

16 print out?

17   A   Yes.

18   Q   And this is in a proprietary software

19 system, right? It's not something I could open up

20 on my computer at work, right?

21   A   Correct, you would need access.

22   Q   So you couldn't just send me the data to

23 open it up, the native format as it were?

24   A   Right.

25   Q   Okay. Let's go down to Comments.

```
 1            Now --

 2            MR. McKEEBY:  What Bates number are we

 3    on?

 4    BY MR. HERRINGTON:

 5        Q    The beginning of the Comments 322.

 6            Actually, before the comments begin, I

 7    see Description, Clocks, 2 Basic Clocks.  So they

 8    ordered two basic time clocks?

 9        A    The assumption would be that they did.

10        Q    Okay.  And Payment Milestones.  So is

11    this a milestone-based project, contract?  They're

12    paying -- is this referring to the payments from

13    the clients being due at certain milestones?

14        A    They began this way, yes.

15        Q    Okay.  I see.  And then the system

16    changed?

17        A    They -- if my recollection is correct,

18    they went live and then required additional

19    services.  So Hendersonville would have a

20    combination of milestone and additional hours.

21        Q    Okay.  Do you know if these comments say

22    anything about the additional services being

23    needed?

24        A    I'm not sure.

25        Q    Okay.  You don't remember, okay.
```

1   Now, these look like they're emails that

2   are tracked here; is that correct?

3   A   Underneath Comments?

4   Q   Uh-huh.

5   A   Yes.

6   Q   So these messages don't just exist inside

7   the Jira system, they exist as standalone emails as

8   well?

9   A   It depends. Jira has the capability to

10   send emails as well.

11   Q   Okay. From -- but from your regular

12   email, Tyler email account?

13   A   From your account within Jira.

14   Q   Okay. So you would have two different

15   email addresses?

16   A   You would have the same email address,

17   just a different account for Jira.

18   Q   So you could receive the same mail in

19   Jira that you receive in Outlook?

20   A   No.

21   Q   No. Could you send the same emails from

22   your account whether you're in Jira or in Outlook?

23   A   No.

24   Q   I think that's all I need on that.

25   MR. McKEEBY: Go off the record just for

```
 1   one second.

 2            MR. HERRINGTON:  Sure.

 3            (Off the record.)

 4   BY MR. HERRINGTON:

 5       Q    So we're through with the Hendersonville.

 6            (Deposition Exhibit 9 marked.)

 7   BY MR. HERRINGTON:

 8       Q    All right, would you please take a moment

 9   to look at Exhibit No. 9, and tell me if you

10   recognize that?

11       A    I do.

12       Q    Okay.  What is this?

13       A    This is a listing of Project Tasks and

14   Assignments.

15       Q    For who?

16       A    For the implementation team.

17       Q    Okay.  For the team as a whole?

18       A    Manager, project manager and

19   implementation consultant.

20       Q    Who created this?

21       A    I did.

22       Q    When?

23       A    March of this year.

24       Q    Okay.  So Ms. Greene stopped working in

25   March of this year, correct?
```

```
 1       A     I believe she was still employed by

 2   Tyler.

 3       Q     Yes, but not -- she was on medical leave

 4   beginning in March?

 5       A     I believe so.

 6       Q     Okay.  So does this reflect an existing

 7   state of affairs or were changes implemented in

 8   March of this year?

 9       A     Changes were not implemented.  This was a

10   reflection of just listing everything out in a

11   document.

12       Q     Okay.  And what was the impetus for

13   creating this?

14       A     Assistance with training new hires,

15   updating existing employees, and having a record

16   for the assistance with another Tyler entity.

17       Q     Okay.  And was there an earlier version

18   of this that was, you know, in place in March,

19   before March?

20       A     These were tasks that were in Jira that

21   were just put on paper.

22       Q     Okay.  But Jira only deals with certain

23   types of tickets, correct?

24       A     Jira would have been the entire

25   implementation cycle and additional tickets that an
```

 1   implementation consultant or project manager would

 2   have added.

 3   Q   Okay.

 4   A   These tasks would likely be in Jira as

 5   well.

 6   Q   So this contains a complete list of

 7   everything -- every type of task that would be

 8   involved in the implementation process?

 9   A   Not a complete list but a high level

10   overview.

11   Q   Okay. Now, Manager of Implementation for

12   Timekeeping, Hillary. That's referring to you?

13   A   It is.

14   Q   And so your job has changed since this?

15   A   It has.

16   Q   Okay. What is a Technical Review Call?

17   A   That is the call we discussed previously

18   about asking the client questions pertaining to

19   technical setup, do you want email, do you have

20   time clocks.

21   Q   Okay. On the second page I see Handoff

22   to Implementation Consultant, to Project Manager,

23   in the middle. Should that be from project

24   manager?

25   A   Yes.

1   Q   Okay. On the second page, it says:

2   Items for project manager to handle while

3   implementation consultant is working with client.

4   Request and receive acceptance from client for

5   integration (milestone acceptance).

6   What is that?

7   A   Milestone acceptance is what you're

8   referring to?

9   Q   Uh-huh.

10   A   Implementation requires signatures and

11   sign-off from a client at each of these milestones

12   listed here --

13   Q   Uh-huh.

14   A   -- to signify they agree to go on to the

15   next step.

16   Q   Power User Checklist, what is that?

17   A   That is a checklist that is derived that

18   must be met and signed off on as applicable

19   throughout -- after the power user training.

20   Q   What is Power User Training?

21   A   That will be a training typically that

22   happens between the -- well, happens between the

23   implementation consultant and the client. Either

24   on-site or remotely.

25   Q   What is a power user?

1   A   Someone who is considered typically in

2   ExecuTime to have administrative capabilities

3   within the system.

4   **Q   What is an end user?**

5   A   Typically an employee.

6   **Q   Who does not have administrative access?**

7   A   Correct.

8   **Q   Is there anyone else between those two**

9   **levels?**

10   A   Super user.

11   **Q   Okay. So super user is beneath power**

12   **user?**

13   A   It's just in a different capacity.

14   **Q   Do they have more restricted access?**

15   A   They have typically more access than an

16   end user but less access than a power user.

17   **Q   Okay. Now, the Document Payroll Export**

18   **Design, If Applicable. Why would it not be**

19   **applicable?**

20   A   With Asone integrated clients, there is

21   no payroll export design.

22   **Q   Could payroll be handled from within**

23   **ExecuTime?**

24   A   No.

25   **Q   So why would they not have payroll?**

1   A   They do have payroll, there's just no

2   design needed.

3   **Q   Okay. So it's ready to go just out of**

4   **the box? It could be integrated immediately**

5   **without any modifications?**

6   A   There are no customizations for the

7   export between ExecuTime and an Asone client.

8   **Q   Asone?**

9   A   Yes, A-S-O-N-E.

10   **Q   And what does that mean?**

11   A   We have an integration between another

12 Tyler payroll product to integrate. It's just

13 referred to as Asone.

14   **Q   Now, is everything in this checklist on**

15 **the first half of the second page done before the**

16 **handoff to implementation consultant?**

17   A   No.

18   **Q   Okay. So you're doing some of that while**

19 **the implementation consultant is working?**

20   A   Correct.

21   **Q   What is Confluence Update?**

22   A   Confluence is a system we use to track

23 contact information for clients, payroll system

24 information. If the system was installed, the site

25 report is typically updated which would be URL

1   access links, et cetera.

2   Q   **Under Time Clocks, what is Build Device**

3   **Profiles and Ping Clocks?**

4   A   Building a device profile would typically

5   consist of adding an IP address within the

6   application, building a name. And pinging the

7   clocks would consist of can I get access to it,

8   will it respond to my request of a ping.

9   Q   **Does it work?**

10   A   Correct.

11   Q   **Clock Network Configuration Call, what is**

12   **that?**

13   A   That is typically held between the

14   client's IT and Tyler Technical Services as well as

15   the implementation consultant coordinating it to

16   ensure that the network is config'd. There may

17   also be a VPN that needs set up and that would

18   happen on that call or previous to that call. And

19   that would be a confirmation of it.

20   Q   **What is involved in coordinating the**

21   **call?**

22   A   Scheduling time with each team, ensuring

23   a set of prerequisites are taken care of.

24   Obviously, obtaining time clock details.

25   Q   **What are the prerequisites that would**

1   **have to be met?**

2   A   The time clocks are ordered and received.

3   At least one of them is set up to the network, and

4   a set of IP addresses is obtained.

5   **Q   Uh-huh.**

6   A   If needed, a VPN is set up and tested.

7   **Q   Okay. What is Integration Prep?**

8   A   Under the Integration area?

9   **Q   Uh-huh.**

10   A   Ensuring that --

11   **Q   Yes. Excuse me.**

12   A   Ensuring that if needed files are

13   obtained from the client. You get -- as an

14   implementation consultant get into ExecuTime and

15   set up employee types.

16   You set up from the template that we

17   previously spoke about about solution design. You

18   make sure the system is prepared for integration.

19   Are all of these prerequisites set up prior to the

20   integration taking place.

21   **Q   Under Integration, Flat Files, Schedule**

22   **Via TSM Team, can you tell me what that means?**

23   A   If during these two types of integration

24   under this section, flat file would be receiving

25   from the client, importing it into ExecuTime, and

1   then you would schedule that via the technical

2   services team to actually perform that step.

3   Q   The importing?

4   A   Correct.

5   Q   Okay. Asone Direct Connection, Perform

6   the Integration. So the implementation consultant

7   performs the integration herself?

8   A   Correct.

9   Q   Okay. Did Ms. Greene do this?

10   A   I don't remember a case, but she would

11   have been trained on it.

12   Q   But you don't know if she actually ever

13   did it?

14   A   I believe she would have. I just do not

15   know of a case.

16   Q   Do you have any implementation

17   consultants who have -- who were given tasks or

18   have duties that are different than others based on

19   their technical capabilities?

20   A   No.

21   Q   Integration Approval Call and Integration

22   Approval.

23   No, let's back up.

24   What's involved in the integration when

25   the implementation consultant performs it?

1   A   Ensuring that if it's Asone related, the

2   implementation consultant would ensure that the web

3   service connectivity is verified. They would also

4   perform the actual integration within Tyler

5   integration, which is a tab that's within the

6   application.

7   Q   Uh-huh.

8   A   They would ensure that all the data comes

9   in and then they would reach out to the client for

10   integration approval.

11   Q   All right. Integration Approval

12   Call/Integration Approval. The implementation

13   consultant requests that the project manager reach

14   out for milestone acceptance.

15   What does that mean?

16   A   As soon as the integration approval call

17   has occurred and they've got a verbal integration

18   approval, they would reach out to their project

19   manager and ask for them to, referring back up to

20   the top of the document, request and receive

21   acceptance for that milestone.

22   Q   Okay. Have you ever not accepted a

23   milestone after the consultant calls?

24   A   Can you elaborate?

25   Q   The implementation consultant reaches out

```
 1    to the project manager and says -- to obtain

 2    milestone acceptance.  Are there any situations

 3    where the project manager has said, no, not

 4    accepting this?

 5         A    From the client side?

 6         Q    No, from the project manager.

 7         A    No.

 8         Q    So what is the project manager looking

 9    for to determine whether to accept it?

10         A    They reach out to the client to receive

11    acceptance.

12         Q    Okay.  And do they get that in writing?

13         A    Yes.

14         Q    Okay.  Under that subsection, Job

15    Costing.  Do you see that?

16         A    Yes.

17         Q    What is that?

18         A    Job costing typically refers to any

19    number of categories in which jobs need to be

20    allocated to.  Projects, general ledgers,

21    activities.  Specific based on a client's needs.

22         Q    I mean, is -- does this involve telling

23    the customer how much something's going to cost?

24         A    No.

25         Q    Okay.  So it's -- okay.
```

1   **Holiday Schedule Build, what is that?**

2   A   ExecuTime has the capability to build out

3   holiday schedules based on a client's designated 12

4   to 13 holidays at their location that can be

5   automatically pushed to their time card based on

6   the date and number of hours. It's building that

7   based on what the client provided.

8   **Q   Email set up in configuration.**

9   A   You would like that explanation?

10   **Q   Yeah, yeah, I'm confused. Why -- I mean,**

11   **presumably the customer has email accounts already,**

12   **so why are email accounts being set up by the**

13   **implementation consultant?**

14   A   It's not the email themselves, it's how

15   ExecuTime utilizes it. For example, Hillary Pasch

16   at Tyler Technologies, I want to receive email to

17   that address. ExecuTime has the capability to send

18   notifications. It needs to be marked to receive

19   email, it needs to say what notifications, it needs

20   to be tested that that's working.

21   **Q   And the customer determines who receives**

22   **what notifications?**

23   A   Correct.

24   **Q   Authentication, Configuration and**

25   **Settings, please explain that.**

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1   A   We offer two different types of

2   authentication currently. One is ExecuTime

3   authentication, meaning it's built into the system,

4   how do you gain access to the system. We also link

5   in with Windows authentication.

6   **Q   What is authentication?**

7   A   User name and then passwords.

8   **Q   Okay. Start recurring status calls with**

9   **client. Is it nothing more than the very simple**

10 **interpretation of calling the client periodically**

11 **to check on how things are going?**

12   A   No.

13   **Q   Okay.**

14   A   This is specifically used for scheduled

15 weekly or biweekly recurring calls in which an

16 implementation consultant would check the status of

17 the project, would answer outstanding items, would

18 maybe offer advice on the need for more training.

19   **Q   Are you aware of any instances in which**

20 **Ms. Greene advised customers that they should**

21 **obtain more training?**

22   A   This would have been a reoccurring part

23 of her job duties to elaborate or investigate based

24 on where their status was. Are they making the

25 timelines that they need to make, are they getting

1   -- and by getting it, I mean, are they

2   understanding the material, are their checklists

3   signed off on.

4   And in that case, she would make the

5   judgment call to say "I would offer more training"

6   or "I think I need to go on-site instead."

7   I do not have specific cases off the top

8   of my head, though.

9   Q   But it would be based on whether the

10   employees or the power users -- in this case I

11   think only power users have been trained, right?

12   A   By the start of the reoccurring calls,

13   correct. Throughout the entirety, no.

14   Q   Okay. So based on -- whichever

15   categories employees have been trained at that

16   time, it's simply a question of do they understand

17   what they're doing sufficiently?

18   A   I think it has more to it than that. I

19   think it would be what's my gut check feel because

20   of my expertise as an implementation consultant.

21   Q   What kind of criteria does that involve?

22   A   It's more experience. It's hard to put a

23   feeling on someone's personal gut check. My own

24   would be are they not showing up to calls, are they

25   involved or is someone vacuuming in the background.

1   It has happened. Those things.

2   You pick up on nuances with clients as

3   you deal with them and want to ensure their success

4   that you know you need to come in and make this

5   judgment call.

6   Q   Okay. And by judgment call, is the

7   judgment call to offer them additional training?

8   A   It is a request that they consider it.

9   Q   Okay. And then the client decides

10   whether or not to accept it?

11   A   Correct.

12   Q   Okay. What are Time Card mockups?

13   A   Time cards are tested based on examples

14   provided from the client to ensure overtime looks

15   accurate, regular time looks accurate.

16   The implementation consulting is testing

17   the system to ensure everything looks as it should

18   prior to training the end and super user.

19   Q   And how much does an implementation

20   consultant typically spend on time card mockups?

21   A   It would depend upon the size of the

22   pilot group or the parallel testing group or the

23   size of the client.

24   Q   What about as a percentage of a project,

25   of implementation consultant time spent on a

1   project? You know, I'm wondering how extensive

2   this time card mocking up is in relation to the

3   whole project.

4   A   Uh-huh.

5   Q   So I understand that the number of hours

6   may change depending on how big the group of

7   employees is. But is there some sort of more or

8   less stable ratio of -- you know, can you say it's

9   approximately this percentage of the project would

10 be spent on that?

11   A   I will add it also depends upon if that

12 initial time card mockup went well.

13   Q   Uh-huh.

14   A   If it didn't, more time would need to be

15 added. It would be difficult to pinpoint a number

16 on it. On an average project, a time card mockup

17 for an implementation consultant would be 5 to 10

18 percent of their time.

19   Q   Test Payroll Export, can you tell me what

20 that is?

21   A   That is taking the data that has been

22 built into the test environment and actually

23 performing the export into the payroll system. Was

24 there an apples-to-apples comparison between the

25 two.

 1   Q   So you put in that they worked these

 2   hours. Somewhere there's this information about

 3   the mockup -- you know, the dummy employees

 4   information has gone into the system and see if

 5   it's populating the payroll correctly?

 6   A   It wouldn't be a dummy employee, it would

 7   be an actual employee.

 8   Q   Uh-huh.

 9   A   Because we want those apples-to-apples

10   comparison. We want to make sure before they

11   perform parallel testing and go live that it's

12   matching. That when you're dealing with people's

13   money, it's accurate.

14   Q   So it's using real information but it's

15   not actually -- they still have their old system in

16   place at this time?

17   A   Correct.

18   Q   Okay. And you're seeing does it match

19   what your old system, you know --

20   A   Yes.

21   Q   -- is generating?

22   A   Yes.

23   Q   Okay. Refresh Payroll From Test?

24   A   That should be production. So I would

25   need a correction on that document. It should say

1   Refresh Production From Test. And what that refers

2   to is a client has several different environments.

3   We want to make sure that their test environment

4   and production match to subsequently test

5   accurately.

6   Q   What are environments?

7   A   Different applications. They typically

8   have a production environment live. A test

9   environment to get in and test, and, hey, how does

10   this work. And a train environment that we could

11   also potentially use.

12   Q   Okay. So when you're using the client's

13   real data in the training, that -- because it's in

14   a different environment, it's not a permanent

15   change to their system, is that how I understand

16   it?

17   A   You can make changes in those

18   environments. They're intended to test things

19   before putting it into fruition.

20   Q   Okay. So typically you would think that

21   I can play around with anything and make any kind

22   of changes that I think would be useful to

23   demonstrate this capability, but then when we back

24   out of that environment, it's not going to affect

25   the end user's environment?

```
 1        A      That is the goal.

 2        Q      Okay.  If you-all didn't use so much

 3   jargon, this would be a lot easier.

 4               What's the First Parallel?

 5        A      That is the test -- first

 6   apples-to-apples comparison of our data in

 7   ExecuTime to their payroll data.

 8        Q      And you do that test twice?

 9        A      We do.  We would like at least two

10   successful tests before considering them in

11   production.

12        Q      Who actually does the tests?

13        A      The implementation consultant works with

14   the client to perform the tests.

15        Q      Okay.  So basically are they observing

16   the client do the -- run some sort of procedure to

17   see if the client is able to, for lack of a better

18   word, get it to work?

19        A      They first perform a payroll export

20   training in which they train them on how to do the

21   process.

22        Q      Uh-huh.

23        A      That is to get a feel for can they do

24   this on their own.  They'll even typically perform

25   it up to the point of execution out of ExecuTime to
```

1   prepare them to do the first and second parallel.

2   The consultant at this point is supposed to aid if

3   they need to.

4   Q   Okay.

5   A   They want those to be very smooth.

6   Q   Okay. So ideally at this point the

7   customer's able to do it and it will match what the

8   consultant's doing?

9   A   That's the hope.

10   Q   Okay. First -- there's no substantive

11   difference between first and second parallel, just

12   you expect the results to be better the second

13   time?

14   A   You expect the results to be the same

15   both times.

16   Q   Okay. But they're two different tests,

17   so two different sets of data?

18   A   Two different parallels, two different

19   payrolls.

20   Q   Okay. Now, are you talking about payroll

21   cycles?

22   A   Correct.

23   Q   Okay. Not just one employee's payroll?

24   A   Exactly.

25   Q   Okay. And First Production Cutover?

1   A   They would have gone live or into

2   production at this point. And this is the first

3   time they've done this without their old system

4   just utilizing ExecuTime data to produce their live

5   employee pays.

6   **Q   Okay. And this is only the customer**

7   **doing that?**

8   A   By that point that is the hope.

9   **Q   Okay. So I see the End of Project items**

10   **follows that. If the first production cutover**

11   **doesn't work the way it should, if the customer's**

12   **still having a problem at that point, does it just**

13   **go back to a parallel test?**

14   A   It would not typically get into

15   production unless we had successful parallels.

16   **Q   Okay.**

17   A   If they had an issue with their go live,

18   they would remain live, but we would work with them

19   to resolve that issue.

20   **Q   Okay. Additional training even?**

21   A   Potentially, yes.

22   **Q   Okay.**

23   A   If that's what the implementation

24   consultant recommended.

25   **Q   Okay. Documentation verification?**

1   A   It's an internal process in which the

2   implementation consultant verifies everything is in

3   one place, we have what we need. It's very nicely

4   organized in one folder.

5   **Q   What's organized?**

6   A   The documents throughout the project. An

7   example would be a holiday schedule that they had

8   provided us. To build the holiday schedules

9   mentioned previously, we would want to keep record

10   of that.

11   **Q   So it's sort of just like your customer**

12   **file for them?**

13   A   Correct.

14   **Q   And making sure everything is in the**

15   **right place?**

16   A   Right.

17   **Q   Okay. So this is not -- you're not**

18   **directly interacting with the customer at this**

19   **point to do that unless you're missing something?**

20   A   Right.

21   **Q   Okay. CMI Warranty?**

22   A   The time clocks have a warranty that come

23   along with them and this is the implementation

24   consultant reaching out to the customer to verify

25   serial numbers as well as warranty dates.

1   Q   Okay. So their warranty begins at this

2 point. You register their warranty?

3   A   Essentially.

4   Q   Okay. Miscellaneous Items, Keep Track of

5 Hours. They're doing that -- this is the

6 implementation consultant keeping track of their

7 own hours?

8   A   Correct.

9   Q   Okay. Update Weekly Meeting Notes.

10 Create Jira Tasks for Tickets and Outstanding

11 items.

12   Now, I don't -- I see Create Jira tasks

13 for tickets. What about the trouble-shooting

14 tickets?

15   A   Those would be in -- let me back up. At

16 one point they would have been in Jira.

17   Q   Uh-huh.

18   A   Then we moved to a system called CRM.

19 That's where all trouble tickets are typically kept

20 now. I cannot tell you when that occurred.

21   Q   Okay. But at this point, when this was

22 created, it was still in Jira in March of this

23 year?

24   A   No. Jira tasks here would be for the

25 implementation consultant to keep track of

1   terminated employees are pulling into ExecuTime.

2   Q   **Okay.**

3   A   I need to track who's managing that, what

4   all my troubleshooting was, how much time I spent

5   on it. That would be done in Jira.

6   Q   **Well, CRM already existed by the time**

7   **this was created, right?**

8   A   Correct.

9   Q   **So where is the CRM trouble tickets in**

10 **here?**

11   A   It's not listed.

12   Q   **Okay. It's just something that could**

13 **have occurred at any stage?**

14   A   Correct.

15   Q   **Okay. What are Weekly Meeting Notes?**

16   A   Each start -- at the start of recurring

17 status calls, implementation consultants are

18 responsible for keeping meeting notes to recap this

19 is what happened on the call, these were the

20 resolutions, this is what I suggested. Meeting

21 notes to provide to the client. And they are

22 supposed to be sent after the call.

23   Q   **Okay. And SM Billing?**

24   A   Semi-monthly billing is what that stands

25 for.

```
 1        Q     And this is for everyone except for the

 2   milestone and -- or, no -- yeah, everyone except

 3   for the milestone and the --

 4              MR. McKEEBY:  Paid in full.

 5   BY MR. HERRINGTON:

 6        Q     -- paid in full clients?

 7        A     This is for all clients.

 8        Q     Why would they get semi-monthly billing

 9   if they paid in full at the beginning?

10        A     The clients would not necessarily get the

11   billing.  Billing is just the name that it was

12   referred to.  Implementation consultants would

13   still track their hours --

14        Q     To be credited?

15        A     -- whether we were billing the client or

16   not.

17        Q     Just to be credited?

18        A     For their utilization.

19        Q     Okay.  So this is sort of referring to

20   your internal billing procedures rather than giving

21   the customer a bill?

22        A     Yes and no.  Bills can be created because

23   of this, they don't necessarily have to be.

24        Q     If it's applicable?

25        A     Correct.
```

1   Q   Okay.

2   MR. HERRINGTON: Let's go off the record

3   for just one second.

4   (Off the record.)

5   (Deposition Exhibit 10 marked.)

6   BY MR. HERRINGTON:

7   Q   **I've handed you a document marked**

8   **Plaintiff's Exhibit 10. It says PTS 1/8/2019, at**

9   **the top left corner, Turlock, California.**

10   **Can you tell me what this document is?**

11   A   This is provided from Jira of the task of

12   XTNI-19909, which was the on-site agenda for power

13   user training.

14   Q   **Okay. So this is one ticket number**

15   **equivalent to what we saw in the Hendersonville**

16   **bill list?**

17   A   Correct.

18   Q   **Why was this one ticket number selected**

19   **for production?**

20   MR. McKEEBY: You can answer, if you

21   know.

22   A   This matches the agenda that was provided

23   as well to show that she created that agenda.

24   BY MR. HERRINGTON:

25   Q   **I see.**

```
 1          Has the agenda been produced?

 2     A    I believe so.

 3          MR. McKEEBY:  Right hand or left hand?

 4     A    Left hand.

 5  BY MR. HERRINGTON:

 6     Q    Oh, Agenda (indicating) is the last word.

 7     A    Yes, sir.

 8     Q    Sorry.

 9          Did Ms. Greene create agendas other than

10  the Turlock one?

11     A    It would have been typical if she was

12  going on-site for training.

13     Q    Now, was MyKeya Henderson project manager

14  -- you may have addressed this earlier, but I can't

15  recall.  Was she a project manager since back in

16  2016?

17     A    I do not believe so.

18     Q    So she's been an implementation

19  consultant previously?

20     A    Yes.

21          MR. HERRINGTON:  And next document marked

22  Plaintiff's Exhibit 11.

23          (Deposition Exhibit 11 marked.)

24  BY MR. HERRINGTON:

25     Q    Now, is this the Turlock, California
```

 1   on-site agenda that's referenced on Exhibit 10 as

 2   an attachment?

 3   A   There are two documents listed.   There's

 4   a PDF and a document.

 5   Q   Are they the same document but one in PDF

 6   form and one in Word?

 7   A   I believe so.

 8   Q   Why is the -- why is the Word document

 9   included in addition to a PDF?

10   A   I believe it's just the PDF that's

11   provided.

12   Q   No, I mean, why was it attached?   Why was

13   the doc -- the Word file attached to begin with

14   along with the PDF?

15   A   I can't say.

16   Q   Is it to allow the project manager to

17   make changes?

18   A   The implementation consultant would have

19   made changes to it.

20   Q   So this was -- ticket was not created by

21   Ms. Greene?

22   A   It was.   She was assigned it.

23   Q   It was created by Ms. Henderson and

24   assigned to Ms. Greene?

25   A   MyKeya reported it.   Suzi was assigned to

```
 1   it.

 2        Q    So what I'm getting at, is, who's the

 3   person who attached these when this was created?

 4        A    I can't tell from this.  Referencing the

 5   later part of that --

 6        Q    Uh-huh.

 7        A    -- Suzi does say "Attached is my on-site

 8   agenda."  So my assumption would be it was Suzi.

 9        Q    Okay.  The agenda -- is there a template

10   for agendas that implementation consultants can

11   refer to to, again, for lack of a better word,

12   because I don't know your industry well, from which

13   they can cut and paste these different things that

14   occur during the training?

15             Different -- you know, different things

16   in the agenda, different prework tasks, the

17   different things that are meeting room setup and

18   resources.

19             Is there, you know, a template file that

20   you would go to that might have a complete list of

21   options and you would select the ones that are

22   appropriate?

23        A    Typically there would be a guide for them

24   to refer to, but they would need to use their

25   expertise to say I suggest a workshop here because
```

```
 1    you do job costing.  If there was a job costing,

 2    they would not suggest that.  How much time needed

 3    to be allotted to each would depend upon their

 4    familiarity with the client as well.

 5        Q    What kind of factors would affect the

 6    amount of time needed?

 7        A    Example would be review and test over

 8    time.  How many overtime policies does that client

 9    have, how intricate are they, are they custom, are

10    they different for each group.

11        Q    Does it make a difference how many

12    employees are being trained?

13        A    It does.

14        Q    So you might need more time if there's

15    more employees to be trained?

16        A    Correct.

17        Q    The guide that they would refer to, I

18    don't believe that's been produced.  Is that

19    something that you-all would be able to produce to

20    us?

21        A    I believe so.

22        Q    Okay.

23             (Deposition Exhibit 12 marked.)

24    BY MR. HERRINGTON:

25        Q    I now hand you a document marked as
```

```
 1    Plaintiff's Exhibit 12.

 2            Can you identify the document for me?

 3        A    This is a Quick Start Guide for Turlock,

 4    California.

 5        Q    What's a Quick Start Guide?

 6        A    MyKeya and Suzi developed this to give a

 7    detailed interaction of what a client would need to

 8    pay attention to after they were transitioned to

 9    our support team.

10        Q    Had Quick Start Guides ever been created

11    before this one?

12        A    Prior to the Turlock guide?

13        Q    Uh-huh.

14        A    It was a typical part of MyKeya and

15    Suzi's process.

16        Q    Okay.  No other teams used them?

17        A    Not typically.

18        Q    Okay.

19        A    This was a suggestion that they used.

20        Q    Okay.  And who drafted the first one?

21        A    I can't say.

22        Q    Can you tell me anything about Suzi's

23    contribution to this versus MyKeya's?

24        A    Specifically to this guide itself for

25    Turlock?
```

1   Q   Either/or. For Turlock or in general.

2   A   For Turlock, she would have gone through

3   and made sure that each one of these items in here

4   fit the client she was working with. In this case

5   Turlock.

6   Making sure that if it was flat file or

7   direct connection would be her responsibility.

8   Selecting what fields need to be manually managed.

9   Adding any specific instructions or details that

10   she felt needed to be there so that the client that

11   she had worked with could have reference to those.

12   **Q   Now, you keep saying she would have. Do**

13   **we know that she did, in fact, do that in this**

14   **case?**

15   A   She did.

16   **Q   Okay. And how do you know that?**

17   A   She supplied this document to the client.

18   **Q   And you know that she created it based on**

19   **the fact that she supplied it to the client?**

20   A   I believe that we could produce a Jira

21   ticket that would relate to her referencing her

22   creation of this.

23   **Q   Can you produce the Jira ticket list for**

24   **the entire Turlock project like we did for**

25   **Hendersonville?**

1   A   I can try.

2   Q   And you said that she would have gone

3 through to make sure everything in the Quick Start

4 Guide was applicable for this specific client.

5   Again, is there a template Quick Start

6 Guide that she went to that, you know, contains all

7 -- the entire buffet that she can select from?

8   A   I'm uncertain as I did not myself use

9 this.

10   Q   Okay. But I mean, you did say that she

11 would have gone to some sort of earlier version of

12 this to make sure it was appropriate for Turlock,

13 right? That everything in it was appropriate?

14   A   She would have indicated what was and

15 wasn't and added any additional thing she felt that

16 needed to be.

17   Q   Well, can we get the earlier version

18 before Suzi touched it so we can tell a difference

19 between what it looked like before Suzi worked on

20 it and what it looked like after?

21   A   I can look for that.

22   Q   All right. Are you familiar with the

23 webinar that was provided to us in discovery?

24   We gave you a lot of videos of Suzi doing

25 trainings, but there was one document that you

```
 1   pointed us to or your attorneys pointed us to

 2   unwind.  We had trouble downloading it and then we

 3   asked for the file itself of the video of a

 4   webinar.  Are you familiar with it?

 5       A    No.

 6       Q    Okay.

 7       A    I don't believe so.

 8            MR. McKEEBY:  Okay.  Yeah, no, no, I

 9   thought you said yes.  That would surprise me.

10   Sorry.

11   BY MR. HERRINGTON:

12       Q    It's where that flow chart with all the

13   arrows came from, one of the earlier exhibits.

14       A    Okay.

15       Q    It also had -- and we won't make this an

16   exhibit yet.  This was one of the slides.  Are you

17   familiar with that (indicating)?

18       A    (Shaking head.)

19       Q    No?

20       A    No.

21       Q    Okay.  Let's look at this real quick.

22   This is just one -- I'll represent to you that this

23   is one part of the webinar that was provided to us.

24   It's just a slide still from the video.

25            MR. McKEEBY:  We're marking this?  13?
```

1   MR. HERRINGTON: And it's marked as 13.

2   (Deposition Exhibit 13 marked.)

3   BY MR. HERRINGTON:

4   Q   Now, what I'm a little confused by of the

5   webinar that was produced is, you know, it seemed

6   like more of a sales webinar, you know, trying to

7   convince customers to use Tyler products -- or

8   ExecuTime products, and this was part of it. Do

9   you recognize this kind of data about return on

10   investment as something that falls within, you

11   know, training that an implementation consultant

12   performs?

13   MR. McKEEBY: Object to the question as

14   outside the scope of the corporate representative

15   notice.

16   MR. HERRINGTON: I asked her about job

17   duties.

18   BY MR. HERRINGTON:

19   Q   And I'm asking is, you know, presenting

20   this kind of information within an implementation

21   consultant's job duties?

22   MR. McKEEBY: Presenting this kind of

23   information to a client?

24   MR. HERRINGTON: Uh-huh.

25   MR. McKEEBY: Okay. You can answer.

```
 1        A     I'm not sure.

 2   BY MR. HERRINGTON:

 3        Q     Okay.  It's just that, you know, after

 4   viewing the webinar and then viewing all of Suzi's

 5   other videos, I got the sense that it was something

 6   completely different than what she does and --

 7             MR. McKEEBY:  I don't remember what the

 8   webinar we produced was in response to, frankly,

 9   Matt.

10             MR. HERRINGTON:  It was in formal

11   discovery at the beginning.  I wanted access --

12             MR. McKEEBY:  I know.

13             MR. HERRINGTON:  -- to a mockup of the

14   system so I could play with it and see how it

15   worked.

16             MR. McKEEBY:  Right, and we couldn't give

17   you that.

18             MR. HERRINGTON:  So you couldn't give me

19   that so you gave a webinar as a sort of a

20   substitute --

21             MS. DIAZ:  Overview of the system.

22             MR. HERRINGTON:  Okay.  So it was

23   overview of how ExecuTime software works?

24             MS. DIAZ:  Uh-huh.

25             MR. HERRINGTON:  But the presentation in
```

```
 1   the video was not intended to be an example of what

 2   Ms. Greene would do?

 3           MR. McKEEBY:  Correct.

 4           MR. HERRINGTON:  Then we can forget about

 5   Exhibit 13.

 6           (Deposition Exhibit 14 marked.)

 7   BY MR. HERRINGTON:

 8       Q    Next I would like you to look at the

 9   document marked Plaintiff's Exhibit 14 and tell me

10   if you can identify it.

11       A    Can you tell me what you mean by

12   "identify it," please?

13       Q    Tell me if you have seen it before and

14   tell me what it is.

15       A    I have seen it, but I was not in a

16   management capability when this was sent.

17       Q    Okay.  Well, it's an email from Kathy

18   Thomas to John Jenkins giving him a document

19   attached as the second page of the exhibit

20   discussing a raise that Ms. Greene was receiving,

21   correct?

22       A    That appears accurate.

23       Q    So did any implementation consultants who

24   were -- again, on the second page it references the

25   Fair Labor Standard Acts Salary Threshold, and that
```

1   she's receiving an increase in her pay to bring her

2   above the threshold for exempt employees. Was this

3   done across the board for any implementation

4   consultants earning less than $47,476?

5   MR. McKEEBY: Object to the form of the

6   question as beyond the scope of the corporate

7   representative notice.

8   You can answer if you know.

9   A   I do not know.

10   (Deposition Exhibit 15 marked.)

11   BY MR. HERRINGTON:

12   Q   Okay. The next document, marked

13   Plaintiff's Exhibit 15.

14   Please take a moment to look at that and

15   tell me if you recognize that.

16   A   Yes.

17   Q   Tell me what it is.

18   A   This is a Personal Action Form.

19   Q   And what is that?

20   A   It could be any number of things. In

21   this particular instance, it's a Merit/Performance

22   Evaluation Change.

23   Q   Okay. So this is a raise that Ms. Greene

24   received?

25   A   Yes.

```
 1        Q     Okay.  And it was effective on October

 2   22nd, 2018?

 3        A     Correct.

 4        Q     Okay.  Who made the decision to increase

 5   her pay?

 6        A     It would have been a collaborative

 7   decision.

 8        Q     Between who?

 9        A     Myself, Jamie Burns and Kathy Thomas.

10        Q     And who are Kathy Thomas and Jamie Burns?

11        A     They are -- they were at the time the

12   manager and department head over implementation.

13        Q     Okay.  Now, Ms. Greene had performance

14   problems at a couple of points in her employment;

15   is that correct?

16        A     She did.

17              (Deposition Exhibit 16 marked.)

18   BY MR. HERRINGTON:

19        Q     I'll hand you a document marked

20   Plaintiff's Exhibit 16.

21              Now, who's Talia Harrison?

22        A     Talia Harrison?

23        Q     Talia.

24        A     She is a project manager that works for

25   ExecuTime.
```

```
 1       Q     Okay.  And you were a project manager

 2    working with Ms. Greene as well?

 3       A     Correct.

 4       Q     So she was working with Talia Harrison

 5    prior to you?

 6       A     And after.

 7       Q     And after, okay.

 8             But she only worked with one of you at a

 9    time?

10       A     That was typical.

11       Q     All right.  And this was a document

12    created by whom?

13       A     I'm not sure who created this.

14       Q     Who would typically create it?

15       A     At the time since she was reporting to

16    Talia --

17       Q     Uh-huh.

18       A     -- it would have been her supervisor.

19       Q     So her project manager created it?

20       A     I cannot say.

21       Q     Now, does this relate to performance

22    problems Ms. Greene was having?

23       A     I don't believe so.

24       Q     And so what was the purpose of this

25    document then?
```

```
 1        A     This is a 90-day goal form.

 2        Q     So this is what she's supposed to

 3   accomplish in the first 90 days of her employment?

 4        A     I believe it would be a high level

 5   overview of that, the goals of that.

 6        Q     Okay.

 7              (Deposition Exhibit 17 marked.)

 8   BY MR. HERRINGTON:

 9        Q     And this is document 17.

10              Okay.  Now, this is -- I'll represent to

11   you this is part of an email chain that I've

12   exerted from the first line at the very top.  I'm

13   not interested in -- it's part of another email in

14   the chain.  I'm looking at the email that -- from

15   you to Ms. Greene.  Can you tell me about this?

16        A     This is an email I sent as a follow-up

17   with a phone conversation where I delivered her

18   performance improvement plan to her.

19        Q     Okay.  So these bullet points represent

20   the major areas of her performance that needed to

21   be improved?

22        A     Yes, she would have successfully

23   completed this period, hopefully, within 30

24   calendar days of the 11th of September.

25        Q     Okay.  We're going through some of the
```

```
 1   documents we've produced today, so you have those.

 2              MR. McKEEBY:  Can I get a time estimate

 3   on how things are looking?

 4              MR. HERRINGTON:  I only have a few

 5   questions about these, but I do need to identify

 6   and authenticate them.

 7              MR. McKEEBY:  Does that mean you're done

 8   after that or...

 9              MR. HERRINGTON:  With her, pretty much.

10              MR. McKEEBY:  Okay.  So I'll wait for a

11   break.

12              MR. HERRINGTON:  I will have to take

13   about five minutes to make sure I have everything.

14              MR. McKEEBY:  Of course.

15              (Deposition Exhibit 18 marked.)

16   BY MR. HERRINGTON:

17       Q    Okay.  Now, you've been handed

18   Plaintiff's Exhibit 18.  There are two paper clips,

19   but I understand them to be a single document based

20   on how they were joined when they were produced

21   this morning.  I don't think I need to go through

22   the details, but can you tell me what this document

23   is?

24       A    Combined, this is an email strand from

25   Talia to Brian Bushong who is a PM for one of our
```

```
 1   clients, including Suzi and Brian Ledbetter based

 2   on an implementation timeline change.

 3        Q    Okay.  And I see highlighting here in the

 4   first sentence of the email.  Do you see that?

 5        A    I do.

 6        Q    Is that in the original email?

 7        A    The highlighting?

 8        Q    Yes.  When it was sent by Talia Harrison.

 9   Or was it --

10        A    I'm not sure.

11        Q    Or was it highlighted for production for

12   us today to draw our attention to the first

13   sentence?

14        A    I'm not sure.

15             MR. McKEEBY:  And Matt, just for the

16   record, we produced this with the transmittal from

17   me to Mr. Beale, local counsel to print.

18             MR. HERRINGTON:  Sure.

19             MR. McKEEBY:  When I produce this, I'll

20   probably redact that part.

21             MR. HERRINGTON:  That's fine.  Off the

22   record.

23             (Off the record.)

24   BY MR. HERRINGTON:

25        Q    Now, this is modifications to a timeline,
```

```
 1   correct?

 2       A    Correct.

 3       Q    That are described in the email?

 4            It says in the first sentence that

 5   "Suzi's advised that changes are needed."  Do you

 6   know who actually made the changes that are in the

 7   email?

 8            You know, is he conveying Suzi's changes

 9   or is she conveying -- is Talia conveying Suzi's

10   changes or are these changes made by Suzi or by

11   Talia?

12       A    They could have collaborated together on

13   making the actual changes.

14       Q    But we don't know?

15       A    But I do not know.

16       Q    And then the last couple pages of this

17   exhibit, it looks like it's the attachment to the

18   email, the xlsx file.  What is this document?

19       A    This is an implementation project plan or

20   a timeline.

21       Q    So this is what a timeline looks like

22   when it is created?

23       A    Typically.  It could have additions.

24       Q    The format is --

25       A    It is.
```

```
 1        Q     It's the format of a typical timeline?

 2        A     Yes, sir.

 3        Q     Okay.  But the details may be different?

 4        A     Exactly.

 5              (Deposition Exhibit 19 marked.)

 6   BY MR. HERRINGTON:

 7        Q     Okay.  Would you tell me what this

 8   document is?

 9        A     This is a printout of XTNI-26838 which

10   was related to Turlock, California, and an employee

11   import issue they had.  An email correspondence

12   from meetings.

13        Q     And who selected this document for

14   production?

15              MR. McKEEBY:  Object to the form of the

16   question.

17              You can answer.

18        A     I produced it.

19   BY MR. HERRINGTON:

20        Q     Okay.

21              MR. McKEEBY:  To me, right?

22              THE WITNESS:  Right.

23   BY MR. HERRINGTON:

24        Q     This was not produced before this

25   morning, and I'm just wondering why it was produced
```

1   today?

2   A   It was produced after I met with

3   Mr. McKeeby.

4   **Q   Okay. And this is -- we've seen this**

5   **type of document before. It's a ticket entry with**

6   **description and comments following?**

7   A   Correct.

8   (Deposition Exhibit 20 marked.)

9   BY MR. HERRINGTON:

10   **Q   All right. Now, please take a moment to**

11 **look at the document marked Plaintiff's 20.**

12   MR. McKEEBY: This is one of the

13 contracts?

14   MR. HERRINGTON: Huh?

15   MR. McKEEBY: These are the contracts?

16   MR. HERRINGTON: This is in the stack of

17 stuff you gave me today.

18   A   Okay.

19 BY MR. HERRINGTON:

20   **Q   And can you please describe this for me?**

21   A   This is a contract for Dearborn,

22 Michigan.

23   **Q   Is this an older contract for ExecuTime?**

24   A   It has a proposal as well from SunGard

25 Public Sector and a purchase order as well for

```
 1    ExecuTime.
 2          Q     So SunGard Public Sector generated this
 3    document?
 4          A     Portions of it.
 5          Q     This is not the complete contract between
 6    ExecuTime and SunGard, is it?
 7          A     I'm unsure.
 8          Q     So ExecuTime did transfer their purchase
 9    orders to Tyler when it was acquired?
10          A     I'm unsure.
11          Q     What is SunGard Public Sector?
12          A     They are another company in the software
13    public sector.
14          Q     Uh-huh.
15                So this is another -- a company that is
16    -- what is the nature of this contract?  This is
17    not a public sector customer, a city or, I mean, a
18    municipality, so what is this?
19          A     What is the proposal?
20          Q     No, I mean, this is another company that
21    is licensing the use of ExecuTime software.
22          A     The add-on quotes in addition to it would
23    have included ExecuTime.
24          Q     Is this a contract that would include the
25    performance of implementation services by
```

```
 1   ExecuTime?

 2       A     Yes.

 3       Q     Okay.   Is SunGard Public Sector itself a

 4   public sector entity?

 5       A     They are a software company.

 6       Q     Okay.   So they're going to provide

 7   services similar to that provided by ExecuTime

 8   using ExecuTime software?

 9             Let me back up.

10             Is ExecuTime the sole licensor of

11   ExecuTime software?

12       A     Yes.

13       Q     Okay.   Does anyone -- for example,

14   SunGard in turn licenses it out to third parties?

15       A     No.

16       Q     So I'm just confused about in the --

17   what's being agreed to here.

18             ExecuTime is for public sector employers

19   to track their time, their employee time.   This is

20   not a public sector employer despite the fact that

21   public sector is in their name.   So what use do

22   they have for ExecuTime?

23       A     This is who sold ExecuTime.   SunGard is

24   the Dearborn, Michigan client's payroll system.

25   They hosted it at the time.   That's why the
```

1   contract is underneath SunGard.

2   Q   I see. All right.

3   (Deposition Exhibit 21 marked.)

4   BY MR. HERRINGTON:

5   Q   And now, 21, would you please take a

6   moment to look at that and identify it?

7   A   This is a quote for time clocks.

8   Q   And is this a quote that would be

9   generated by an implementation consultant? The

10 type of quote that would be generated by an

11 implementation consultant?

12   A   A sales rep would have likely quoted this

13 for this particular client.

14   Q   All right.

15   (Deposition Exhibit 22 marked.)

16 BY MR. HERRINGTON:

17   Q   I have the same question for Exhibit 22.

18 Can you identify the document?

19   A   This is a software support agreement with

20 the City of Dearborn.

21   Q   Okay. This is from 2015, correct?

22   A   It looks like that's when it was signed.

23   Q   Okay.

24   (Deposition Exhibit 23 marked.)

25 BY MR. HERRINGTON:

 1   Q   And for No. 23, please tell me if you

 2   recognize that and can identify it.

 3   A   This is a license and service agreement

 4   for the City of Helotes.

 5   Q   Okay. And would an implementation

 6   consultant have any role in creating this document?

 7   A   Creating it, no.

 8   Q   Do you know when this date's from, this

 9   agreement?

10   A   Page 11 states it was signed in June of

11   2018.

12   Q   Okay.

13   (Deposition Exhibit 24 marked.)

14   BY MR. HERRINGTON:

15   Q   And now, Document 24, Plaintiff's Exhibit

16   24.

17   A   A license and service agreement for Cedar

18   Parks, Texas.

19   Q   And it's from 2017, again, on Page 11?

20   A   2018 it was signed.

21   Q   What page are you on?

22   A   Page 11.

23   Q   Are we looking at the same document?

24   A   I have Cedar Parks Aquatic Division.

25   Q   Can I see yours? They are not the same.

```
 1            You have the date 3/5/18 and February 12,

 2    '18, on Page 11?

 3       A    I do.

 4       Q    Okay.  Would you go back to 23 and tell

 5    me what it was.

 6            MR. HERRINGTON:  You can go off the

 7    record.

 8            (Off the record.)

 9    BY MR. HERRINGTON:

10       Q    I see.

11            Okay.  And that's signed on Page 11, Rick

12    Schroder, Janet Joiner, June 25, 2018?

13       A    Janet Joiner did sign on June 25, 2018.

14       Q    Okay.  Turning to Page 3, can you --

15            MR. McKEEBY:  What exhibit?

16            MR. HERRINGTON:  23.

17            MR. McKEEBY:  23.

18            MR. HERRINGTON:  Going -- yeah, sorry,

19    we're back in time.

20            MR. McKEEBY:  That's all right.

21       A    Please repeat the page.

22    BY MR. HERRINGTON:

23       Q    Page 3.  It says -- under Services, it

24    says Our Industry Standard Implementation Plan.  Do

25    you see that?
```

```
 1        A     I do see that.

 2        Q     Does that phrase Industry Standard

 3   Implementation Plan refer to any document in

 4   particular?

 5        A     I'm not sure of the exact document.

 6        Q     All right.  Going to the final page of

 7   this document, Page 24 of Exhibit 23.  I see a

 8   section called Incident Escalation.

 9        A     Yes.

10        Q     Okay.  It describes four levels of

11   personnel.  Who are Frontline Representatives under

12   Level 1?

13        A     This would be with the support team, not

14   the implementation team.

15        Q     So incident escalation is not something

16   that -- that implementation consultants do?

17        A     They would, but not in this context.

18   This relates in the contract to the support call

19   process, Exhibit C on Page 22.

20        Q     Do you know if these contracts reference

21   implementation consultants directly or indirectly?

22   Just as Level 1 referenced certain personnel but

23   not by their job titles, that's what I mean by

24   indirectly.

25               MR. McKEEBY:  This contract specifically?
```

```
 1              MR. HERRINGTON:  Yeah.

 2   BY MR. HERRINGTON:

 3      Q    I mean, under the Support Team it lists

 4   different levels of, you know, responsibility.  And

 5   I'm wondering, you know, is the work of

 6   implementation consultant specifically referenced

 7   anywhere?

 8      A    I do not see it in this contract

 9   specifically.

10      Q    Oak Harbor, Washington, have we looked at

11   that?

12      A    I don't believe so.

13           (Deposition Exhibit 25 marked.)

14   BY MR. HERRINGTON:

15      Q    And first question is the same, can you

16   identify the document?

17      A    This is a software as a service agreement

18   for Oak Harbor, Washington.

19      Q    What is the difference between a license

20   and services agreement and a software and service

21   agreement?

22      A    Software as a service relates to Tyler

23   SaaS meaning Tyler hosts the application.

24      Q    Okay.  And the license service agreement

25   would be where it's installed on their hardware?
```

```
 1      A     Self-hosted.

 2      Q     Yes, self-hosted.

 3      A     Yes.

 4      Q     Okay.  On the fourth page of Exhibit 25,

 5   you see Other Professional Services.  Do you see

 6   that?

 7      A     Yes.

 8      Q     Okay.  Under Section C, No. 1, it says:

 9   We will provide you various implementation-related

10   services itemized in the investment summary and

11   described in our Industry Standard Implementation

12   Plan.

13          Correct?

14      A     That's what it says.

15      Q     Okay.  So it does seem here that Industry

16   Standard Implementation Plan is an actual document

17   because it's referred to in that plan, correct?

18      A     It does appear that way.

19      Q     Okay.  So is that something you can

20   locate if it in fact does exist?

21      A     I can look for it.

22      Q     Okay.  And the Investment Summary.  You'd

23   agree that that is at the end of the contract

24   attached as Exhibit A?

25      A     Yes.
```

```
 1      Q    Now, that summary -- this is what

 2  describes the implementation services to be

 3  provided in the contract?

 4           MR. McKEEBY:  The what, I'm sorry?

 5  BY MR. HERRINGTON:

 6      Q    So going back to the third page -- or the

 7  fourth page, Other Professional Services:  We will

 8  provide you the various implementation-related

 9  services itemized in the Investment Summary.

10           So the customer is purchasing the

11  implementation-related services itemized in A, in

12  Exhibit A?

13      A    What is itemized is the number of

14  implementation hours and what modules they

15  purchased.

16      Q    What is on -- on the next page, 2 of 4,

17  in Exhibit A, it says Total -- under Summary Total

18  SaaS, Total Tyler Software, Total Tyler Services,

19  and Total third-party Hardware Software and

20  Services.

21           Do you see that summary?

22      A    I do.

23      Q    Okay.  Can you go through those four

24  categories and just, you know, delineate what's in

25  each of those categories?
```

 1   A   Total Tyler Services of 24,480 would be

 2   the implementation costs and the costs of a VPN

 3   device.

 4   **Q   A VPN is?**

 5   A   Virtual private network.

 6   **Q   Okay. And that's --**

 7   A   It's a piece of hardware.

 8   **Q   Okay. We have remote login on my -- for**

 9   **my firm and we have a VPN, but it's not an extra**

10   **piece of hardware as far as I know. And I'm**

11   **extremely technologically illiterate, but it's just**

12   **something that I downloaded I thought.**

13   **So it's different here? It's an actual**

14   **thing I can hold?**

15   A   It is a piece of hardware.

16   **Q   Okay. That's the total SaaS, right, the**

17   **VPN?**

18   A   That is the Total Tyler Service.

19   **Q   Total Tyler is the VPN?**

20   A   Is the -- in combined with the

21   implementation costs of 24,480.

22   **Q   I see.**

23   **So that includes implementation plus the**

24   **hardware, correct?**

25   A   Correct.

 1   Q   What portion of that is -- is the VPN

 2   hardware?

 3   A $4,000.

 4   Q   Okay. And Total SaaS, that is a

 5   recurring fee. Is that annual?

 6   A   It depends on the contract. In this

 7   particular instance referring back to the

 8   Investment Summary --

 9   Q   Uh-huh.

10   A   -- it would be annual.

11   Q   Okay. And that's for the software

12   itself?

13   A   That's for the licensing. The -- pardon

14   me. That's for software as a service. That's for

15   us hosting it.

16   Q   Okay. So it's a -- so if you weren't

17   hosting it, the license, the annual license for it

18   would be cheaper?

19   A   Not necessarily.

20   Q   No.

21   A   It would depend upon the contract and

22   what was agreed upon.

23   Q   So it's not generally -- using a year of

24   ExecuTime when you self-host does not result in

25   paying less money to ExecuTime than having the same

1   service hosted by Tyler?

2   A   For clarification --

3   Q   **Uh-huh.**

4   A   -- paying to ExecuTime, yes. For the

5   client if they have to host it themselves --

6   Q   **Yes.**

7   A   -- it could be a wash.

8   Q   **They take on that cost themselves**

9   **whatever it may be?**

10   A   Whatever it may be.

11   Q   **Okay. What is Total Tyler Software? Is**

12   **that just ExecuTime self-hosted?**

13   A   I'm not sure.

14   Q   **Okay. Third-party Hardware Software and**

15   **Services, do you know what that is?**

16   A   May I refer to a previous document?

17   Q   **Sure.**

18   A   Contract.

19   Q   **Just let us know what you're referring to**

20   **if you find what you're looking for.**

21   A   Referring to Cedar Park License and

22   Service Agreement, Exhibit 24, third-party

23   hardware/software services are time clocks as well

24   as biometric readers.

25   Q   **Okay. So that's another thing they could**

```
 1   purchase in addition to time clocks?

 2        A    Biometric readers?

 3        Q    Uh-huh.

 4        A    Yes, sir.

 5        Q    Okay.  Anything else that -- you know,

 6   that we should add to the list of things, of

 7   hardware they can purchase, aside from time clocks

 8   and biometrics?

 9        A    Proximity readers.

10        Q    That's not involved in ExecuTime, though,

11   right?

12        A    Proximity readers?

13        Q    Uh-huh.

14        A    It would be a way to log into the time

15   clock.

16        Q    Oh, okay.  I understood that differently,

17   but okay.

18             Anything else that they could purchase as

19   an add-on?

20        A    Not that I recall off the top of my head.

21        Q    Okay.  Do the implementation consultants

22   have anything to do with the implementation of

23   biometric scanners or proximity readers?

24        A    Yes.

25        Q    Okay.  Did Ms. Greene specifically?
```

```
 1      A    Likely.

 2      Q    Likely, okay.

 3           Can you give me a ballpark percentage of

 4   customers who use biometrics or proximity readers?

 5      A    It would depend upon if they had time

 6   clocks and if their contract had them or they

 7   wanted to use those, so...

 8      Q    Are time clocks more common than

 9   biometrics or proximity readers?

10      A    Time clocks are needed to add on

11   biometrics and proximity.

12      Q    I see.

13           So by definition they are more common?

14      A    Than those two, yes.

15           MR. McKEEBY:  Let's take a break.

16           MR. HERRINGTON:  Okay.

17           (Recess taken.)

18           (Deposition Exhibit 26, Exhibit 27,

19           Exhibit 28 were marked.)

20   BY MR. HERRINGTON:

21      Q    Ms. Pasch, would you take a moment to

22   look at Exhibit No. 26 and tell me if you recognize

23   it.

24      A    Yes.

25      Q    And what is this document?
```

1   A   This is the agreement between Turlock and

2   Tyler for Standard Software License Services.

3   Q   So they entered into a contract at the

4   outset that at some point it needed to be changed?

5   A   Yes, it appears so.

6   Q   Okay. Do you know how that change came

7   about?

8   A   I do not recall.

9   Q   So is it -- I mean, is it the company's

10 contention that Ms. Greene had something to do with

11 this change or is this just an example of what an

12 amendment looks like?

13   A   This is an example.

14   Q   Okay. Would you look now at Exhibit 27.

15 I believe this is another amendment.

16   A   This is.

17   Q   Okay. And it's for?

18   A   Moorpark.

19   Q   Okay. And is this just another example?

20   A   It is.

21   Q   Okay. So no direct connection with

22 Ms. Greene?

23   A   Other than she was the implementation

24 consultant on this.

25   Q   Okay. I'm just wondering because you

```
 1    said that they couldn't make recommendations.  And

 2    I'm just going through these to make sure that

 3    there's not a story attached to it that I need to

 4    know about about changes that Ms. Greene

 5    specifically suggested, right?

 6         A    Right.

 7         Q    And the next one 28, same questions?

 8         A    Correct, an example.

 9         Q    Great.

10              MR. HERRINGTON:  Let's go off the record.

11              (Off the record.)

12              (Deposition Exhibit 29 marked.)

13    BY MR. HERRINGTON:

14         Q    And please look at Exhibit 29, and same

15    questions, identify it, and tell me if this is

16    connected to Ms. Greene directly or just an example

17    of an amendment?

18         A    It's an example of an amendment for

19    Moorpark.

20         Q    Uh-huh.

21         A    But it has an investment summary tied to

22    it.

23         Q    Okay.  And tell me about the investment

24    summary.  First of all, what is an investment

25    summary?
```

```
 1      A    It's a list of Tyler software and related

 2   services.

 3      Q    Okay.  So an invoice?

 4      A    What's included in what they purchased or

 5   would be optional.  In this instance it has

 6   implementation hours, licensing fees, and a time

 7   clock.

 8      Q    So they would get this -- we don't know

 9   at what stage during the implementation that this

10   would have -- amendment would have been entered

11   into, do we?

12      A    I do not.

13      Q    And finally, Exhibit 30.

14           (Deposition Exhibit 30 marked.)

15   BY MR. HERRINGTON:

16      Q    Can you identify that for me?

17      A    This is an example of an investment

18   summary for the City of Oak Harbor.

19      Q    Thank you.

20           I just need to check and see what else I

21   have if anything.

22           MR. McKEEBY:  Do you want us to leave?

23           MR. HERRINGTON:  You can leave if you

24   need to.  It may take me a few minutes.

25           MR. McKEEBY:  Off the record.
```

1   MR. HERRINGTON: Uh-huh.

2   (Off the record.)

3   BY MR. HERRINGTON:

4   Q   So some sort of scattered questions now

5   that I'm cleaning up things.

6   In the conversion process, can you just

7   sort of define what you understand conversion

8   process to mean?

9   A   I would relate that to integration

10   process.

11   Q   Okay. And how are technical problems in

12   the integration process identified?

13   A   It would depend upon the type of problem.

14   An example I can give is employees aren't

15   terminating when they're coming from the payroll

16   into ExecuTime. You don't want terminated

17   employees in and so that is a basis of a problem.

18   Q   How would you find out that that's

19   happening?

20   A   Either you noticed it yourself as an

21   implementation consultant when you were preparing

22   for the integration review call or the client

23   brought it to your attention.

24   Q   Okay. Are there other common problems

25   that pop up during conversion?

```
 1        A      Not commonly.  It depends upon the type.

 2        Q      I don't mean the problems occur commonly.

 3    But if a problem occurs, are there usual suspects

 4    for things that -- you know, if there is a problem,

 5    you would expect it to be X, Y, or Z?

 6        A      Strictly related to integration it

 7    depends.  It changes daily based on what it would

 8    be, but there would be a list of things to try.

 9             If it were common problems, the only

10    common problems I could refer to would be benefits

11    aren't updating, employees aren't updating.

12    Anything to have to do with the integration would

13    be the only commonality.

14        Q      Okay.  How often do project managers

15    communicate with implementation consultants?

16        A      The goal would be daily.

17        Q      What would the minimum be?

18        A      Three to four times a week.  Three times

19    a week.

20        Q      Who determines whether a project is ready

21    to go live?

22        A      It would be the job of an implementation

23    consultant to make that final determination.  There

24    could be collaboration and thought processes with

25    the project manager, but determining that would be
```

```
 1   the implementation consultant and the client.
 2        Q    Okay.  So they don't have to go through
 3   the project manager to do that?
 4        A    To determine if they're ready to go live?
 5        Q    Yes.
 6        A    No.
 7        Q    So it can go live just on the
 8   implementation consultant's say-so?
 9        A    Yes.
10        Q    Did that ever happen with Ms. Greene?
11        A    It would often happen.  That's part of
12   their job as an implementation consultant would be
13   to make sure that it meets the deadlines and the
14   timelines and do their daily tasks around that
15   premise.
16        Q    When implementation consultants assess
17   client needs, client satisfaction -- let's say
18   client satisfaction, is that recorded anywhere?
19        A    Is their satisfaction reported anywhere?
20        Q    Yes.  Does the implementation consultant
21   have a standard way of tracking client
22   satisfaction?
23        A    I believe it would depend upon the
24   implementation consultant.  They had their own
25   varying ways of tracking that.
```

```
 1      Q     Can you give examples?

 2      A     There is a process that needs to occur

 3  prior to the transition to support and that is the

 4  pass to support process.  Part of that is

 5  determining whether or not they're ready to

 6  transition.

 7            And part of that would hopefully be that

 8  they're happy and referenceable as well.  So that

 9  could be kept in the pass to support template that

10  they would fill out.  It's referred to as client

11  mood.

12            MR. HERRINGTON:  Okay.  I don't believe

13  that's been provided to us, the pass to support

14  template.

15  BY MR. HERRINGTON:

16      Q     Are you aware of any instances in which

17  Ms. Greene has been dishonest, specific instances?

18      A     I would not use the term "dishonest."  I

19  would refer to exaggerations.  My specific instance

20  for that would be the time sheets where she would

21  have roughly 40 hours a week, and she's exaggerated

22  to the point in my belief that she worked an

23  exuberant amount of hours beyond that.

24      Q     Okay.  So other than the amount of hours

25  that she worked, you don't think -- there's no
```

```
 1   other instances of dishonesty or exaggeration

 2   you're aware of?

 3        A    Not that I recall.

 4        Q    Okay.  And the time sheets often totaled

 5   up to 40 hours, correct, her time sheets?

 6        A    At a certain point when we were utilizing

 7   that degree of tracking, they were required to

 8   enter up to 40 and actually report on what they

 9   did.  So the minimum was 40.  Whether it involved

10   PTO, administrative time, that was the minimum.

11   But they were advised to actually produce what they

12   did work.

13        Q    Did anyone ever raise an issue with the

14   fact that it said 40 -- you know, once an employee

15   has reported hitting 40 hours exactly a few times,

16   did that raise eyebrows as being perhaps not

17   accurate?

18        A    I'm not a micro manager and we really

19   don't do it off of basis of hours per week.

20        Q    Uh-huh.

21        A    It's more of work accomplished.  So

22   eyebrows raised versus meeting goals would be my

23   difference.

24        Q    Okay.  Yeah, because I did see, you know,

25   problems that arose with her timely recording her
```

```
 1    billable hours, but I didn't see complaints about

 2    -- I think there were deadlines that weren't met as

 3    well other than billable hour entries.

 4            But I'm -- I'm losing my train of thought

 5    is what I'm doing.

 6            Before an implementation consultant gives

 7    the go head to go live, does it have to be approved

 8    by the customer?

 9        A    Yes.

10            MR. HERRINGTON:  Okay.  I think that's

11    it.

12            (Off the record.)

13    BY MR. HERRINGTON:

14        Q    Yeah, so, again, Topic No. 10 for the

15    deposition today was assessing client needs and

16    client satisfaction specific instances of that.  So

17    I just want to revisit that one more time.

18            Specific instances in which Ms. Greene,

19    you know, did that, you know, that you can point

20    to, you know, with a real client rather than it's

21    just a general concept of expectations.

22        A    I would refer back to Turlock.  Mostly

23    because that was definitely a client that was

24    recent.  She would have been involved in the pass

25    to support process.  The mood would have been
```

1   ascertained at that time. And I would have been

2   able to follow up on that with a reference call

3   that a manager of implementation would make.

4   Q   But you don't have specific recollection

5   of any of that? You're saying what we would expect

6   to have happened.

7   A   I recollect that that happened with

8   Turlock.

9   Q   Okay. Tell me specifically what

10   Ms. Greene did. You know, what did she tell you

11   that the client needed that had to be acted on?

12   A   It would have been satisfaction for that

13   example.

14   Q   Again, you're saying "would have been."

15   I want to know what she said. I want a specific

16   example like in the topic.

17   MR. McKEEBY: She's giving you a specific

18   example. She just can't remember verbatim what she

19   said. That's a different question.

20   BY MR. HERRINGTON:

21   Q   Okay, elaborate.

22   A   I can't repeat what was said verbatim

23   word by word from Suzi to me related to that

24   client.

25   Q   What was the gist of it?

1   A   The gist of it was this client is ready

2   to transition to support. I would have asked what

3   would you rate their mood to be or she would have

4   filled out that pass to support template to say

5   their mood is great, and then I would have followed

6   up with a reference call, which is standard. I

7   would do that on each and every client if I had the

8   ability.

9   **Q   Do you ask the customers about their**

10   **satisfaction when you speak to them?**

11   A   I do.

12   **Q   Okay. Are there any documents that would**

13   **memorialize Ms. Greene actually conveying that**

14   **information to you?**

15   A   I would have to verify, but the pass to

16   support document likely would have had mood on it.

17   **Q   All right. So if that exists, you can**

18   **produce that to us?**

19   A   If it exists.

20   **Q   When the company was having**

21   **implementation consultants report their nonbillable**

22   **time, what was done with those numbers, you know,**

23   **that data?**

24   A   It's kept in -- it should be kept in PSA,

25   which is the reporting software. Analytics were

```
 1   not done on them to my -- the best of my ability.

 2            MR. HERRINGTON:  All right.  That's it.

 3   Thank you.

 4            THE WITNESS:  Thank you.

 5            MR. McKEEBY:  We'll reserve our

 6   questions.

 7            Off the record.

 8            (Deposition concluded at 4:12 p.m.)

 9            (Signature reserved.)

10

11

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 1                  C E R T I F I C A T E

 2    STATE OF GEORGIA:

 3    COUNTY OF DEKALB:

 4

 5             I hereby certify that the

 6        foregoing transcript was taken down, as

 7        stated in the caption, and the questions

 8        and answers thereto were reduced to

 9        typewriting under my direction; that the

10        foregoing Pages 1 through 190 represent a

11        true and correct transcript of the

12        evidence given upon said hearing, and I

13        further certify that I am not of kin or

14        counsel to the parties in the case; am not

15        in the regular employ of counsel for any

16        of said parties; nor am I in anywise

17        interested in the result of said case.

18        The witness did reserve the right

19        to read and sign the transcript.

20             This, the 25th day of October 2019.

21

22        _____
          Judith L. Leitz Moran, CCR-B-2312
23        Certified Court Reporter

24

25    Job No. 538
```
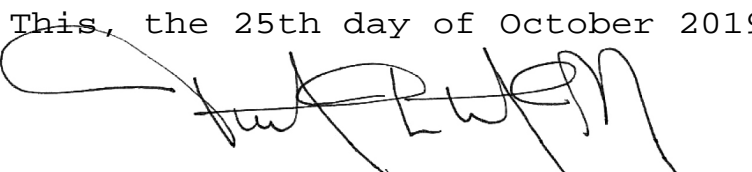
```
 1                        DISCLOSURE

 2

 3         Pursuant to Article 10.B of the Rules and
     Regulations of the Board of Court Reporting of the
 4   Judicial Council of Georgia, I make the following
     disclosure:

 5

 6         I am a Georgia Certified Court Reporter.  I am
     here as a representative of IST Reporting.

 7         I am not disqualified for a relationship of
     interest under the provisions of O.C.G.A.
 8   9-11-28(c).

 9         I was contacted by the office of IST Reporting
     to provide court reporting services for this
10   deposition.

11         I will not be taking this deposition under any
     contract that is prohibited by O.C.G.A. Section
12   15-14-37 (a) and (b).

13         I have no exclusive contract to provide
     reporting services with any party to the case, any
14   counsel in the case, or any reporter or reporting
     agency from whom a referral might have been made to
15   cover this deposition.

16         I will charge my usual and customary rates to
     all parties in the case, and a financial discount
17   will not be given to any party to this litigation.

18

19         This, the 25th day of October 2019.

20

21

22   _____
     Judith L. Leitz Moran, CCR-B-2312
23   Certified Court Reporter

24

25   Job No. 538
```

1   DISCLOSURE OF FIRM

2

3   I, IST Reporting, do hereby disclose pursuant
    to Article 10.B. of the Rules and Regulations of
4   the Board of Court Reporting of the Judicial
    Council of Georgia that IST Reporting was contacted
5   by DELONG, CALDWELL, BRIDGERS, FITZPATRICK &
    BENJAMIN, LLC, to provide court reporting services
6   for this deposition and there is no contract that
    is prohibited by O.C.G.A. 15-14-37(a) and (b) or
7   Article 7.C. of the Rules and Regulations of the
    Board for the taking of this deposition.

8
           There is no contract to provide reporting
9   services between IST Reporting or any person with
    whom IST Reporting has a principal and agency
10   relationship nor any attorney at law in this
    action, party to this action, party having a
11   financial interest in this action, or agent for an
    attorney at law in this action, party to this
12   action, or party having a financial interest in
    this action. Any and all financial arrangements
13   beyond our usual and customary rates have been
    disclosed and offered to all parties.

14

15   This, the 25th day of October 2019.

16

17

18

19   _____
           FIRM REPRESENTATIVE
20   IST REPORTING

21

22

23

24

25   Job No. 538

```
  1                         ERRATA PAGE

  2              Pursuant to Rule 30(e) of the Federal
          Rules of Civil Procedure and/or Georgia Code
  3       Annotated 9-11-30(e), any changes in form or
          substance which you desire to make to your
  4       deposition testimony shall be entered upon the
          deposition with a statement of the reasons given
  5       for making them.  To assist you in making any such
          corrections, please use the form below.  If
  6       supplemental or additional pages are necessary,
          please finish same and attach them to this errata
  7       sheet.

  8              I, the undersigned, HILLARY PASCH, hereby
          certify that I have read or have had read to me the
  9       foregoing, and that to the best of my knowledge
          said is true and accurate with the exception of the
 10       following corrections.

 11

 12    Page/Line/      Change    /    Reason

 13    _____/_____/_____/_____

 14    _____/_____/_____/_____

 15    _____/_____/_____/_____

 16    _____/_____/_____/_____

 17    _____/_____/_____/_____

 18    _____/_____/_____/_____

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 21    _____/_____/_____/_____

 22    _____/_____/_____/_____

 23    _____/_____/_____/_____

 24    _____/_____/_____/_____

 25    _____/_____/_____/_____
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 1    Page/Line/      Change     /     Reason

 2    _____/_____/_____/_____

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10    _____/_____/_____/_____

11    _____/_____/_____/_____

12    _____/_____/_____/_____

13    _____/_____/_____/_____

14    _____/_____/_____/_____

15    _____/_____/_____/_____

16

17

18                         _____
                                HILLARY PASCH
19

20    Sworn to and subscribed before me
      this _____ day of _____, 20__.
21

22    _____
      Notary Public.
23    My Commission Expires _____.

24

25    Job No. 538
```

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